

	Page 63
Q	Okay. And were
	MR. LLEWELLYN: Objection; form.
	THE WITNESS: So in our I'm going to get
the term	m wrong here but we have we had
	MS. DUNN: Okay.
Q	And what matters were those?
A	I don't remember the details of it, but it'
defined	in that document
Q	What document?
A	somewhere.
	The the there is
	I'm not sure.
	MS. DUNN: Okay. If that's not been
produce	d, we'll request that
	be produced.

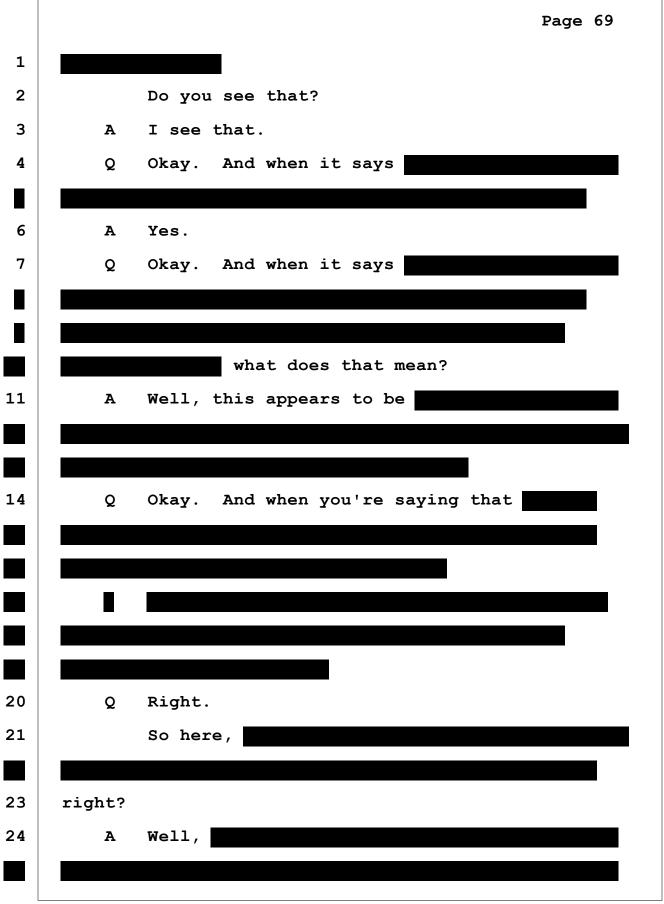
	Page 64
1	Q
2	A Well, during my time as CEO well, what do
3	you mean by
4	Q However you would define that.
5	A
13	Q Okay.
1 5	
15 16	MR. LLEWELLYN: Objection; form.
	THE WITNESS: Again, during my time as CEO,
17	we didn't do that. But in the event we had,
19	MS. DUNN: Okay.
20	Q And is there some document that makes clear
21	that those that
23	A Again, I believe that is defined or was
24	defined in
25	Q Okay. And did you can you recall ever

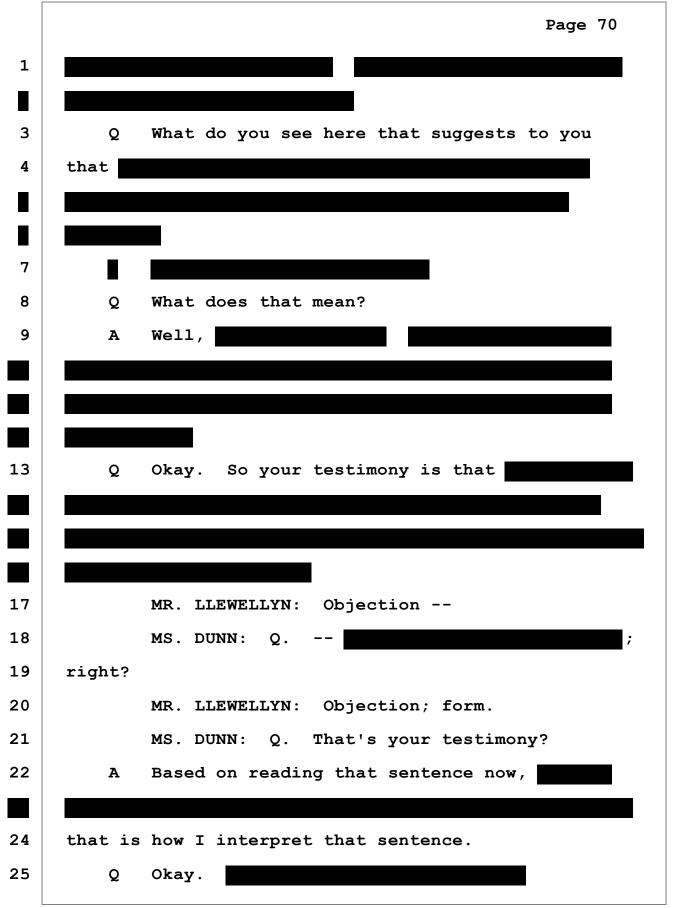
	Page 65
1	
3	A I I don't remember.
4	Q When you say you don't remember, does that
5	mean you may have
	but you can't remember if you did?
7	MR. LLEWELLYN: Objection; form.
8	THE WITNESS: Could you say that again.
9	MS. DUNN: Q. So I had asked you whether you
10	could recall ever
12	And you said, "I don't remember."
13	So I'm trying to figure out what you mean by
14	"I don't remember."
15	Do you mean that you may have, but you can't
16	recall?
17	A
22	Q Okay. And when you say that you

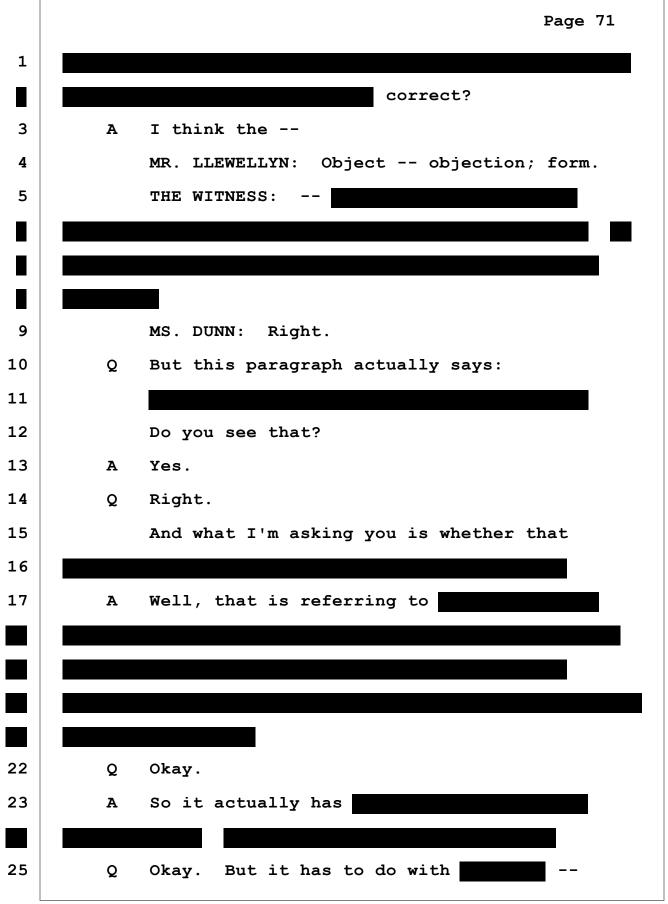
	Page 66
A	I don't recall specific conversations around
that.	
Q	Okay. So you say you don't recall specific
convers	sations.
	Do you recall generally
	MR. LLEWELLYN: Objection; form.
	THE WITNESS: No, I don't.
	MS. DUNN: Okay.
Q	And you said that you recall
2	No. T. don't
A	No, I don't. Okay. Earlier, you testified that
Q	Oray. Earlier, you testified that
	Do you recall that?
A	I'll take your word for it.
	Okay. Well, did it?
Q	

	Page 67
1	
6	Q Okay. And what's the time frame that that
7	would have been in?
8	A Somewhere between
12	MS. DUNN: Okay. We're going to show you
13	what we'll mark as Exhibit, I guess, 102, yeah.
14	(Document marked Exhibit 102
15	for identification.)
16	MS. DUNN: All right.
17	Q I'm not going to ask you about this entire
18	document. I just want to ask you about one paragraph
19	in it.
20	Okay. So this is if you'd turn to do
21	you know what a Bates number is?
22	It's the little number at the bottom right.
23	A Uh-huh.
24	Q So if you'd turn to Bates No. '5023. Okay.
25	These are
_3	

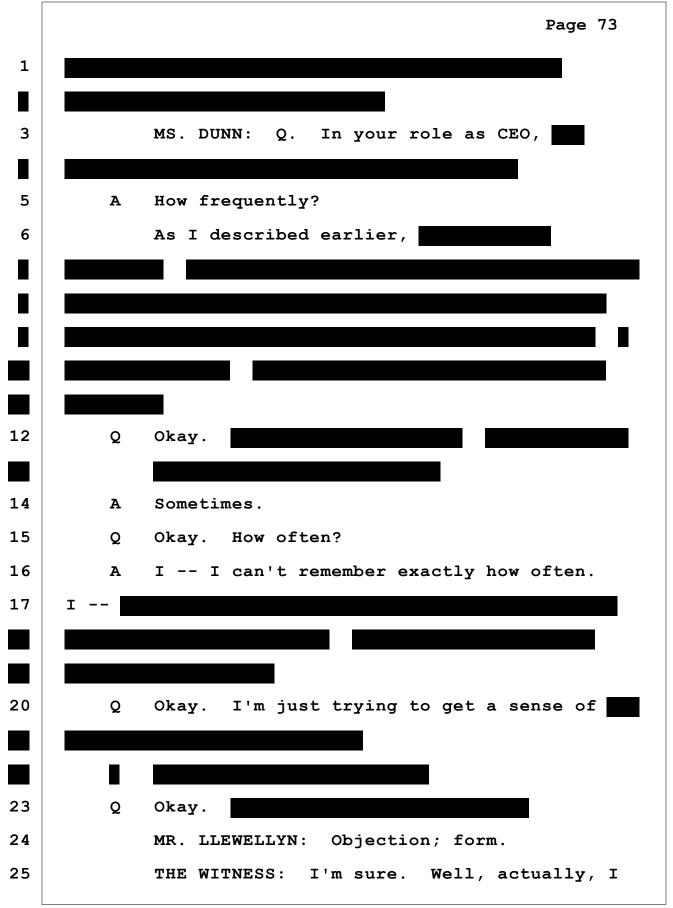
		Page 68
1		
2		Do you see that?
3	A	Yes.
4	Q	Okay. And you see the
6		Do you see that?
7	A	Yes.
8	Q	And then your your name is there?
9	A	Yes.
10	Q	Okay. Now, much of this document has been
11	redacted	d. But I'll ask you to turn to Bates
12	No. '502	27. At the top of the page, it says:
13		
14		Do you see that?
15	A	Yes.
16	Q	Okay. And then there is a paragraph that
17	begins	
18		Do you see that?
19	A	Yes.
20	Q	Okay. And do you see that it says:
21		

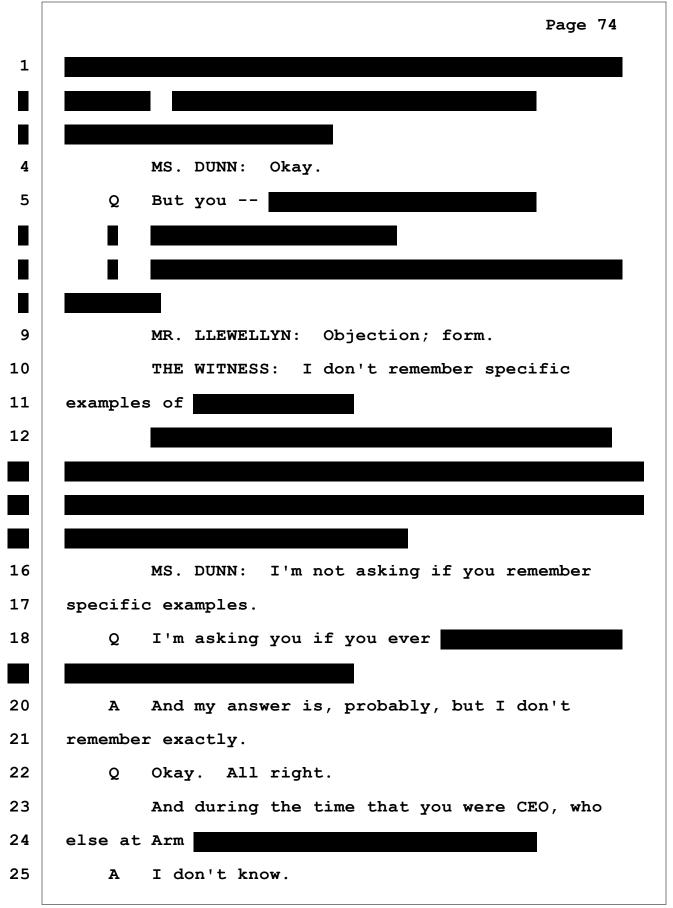




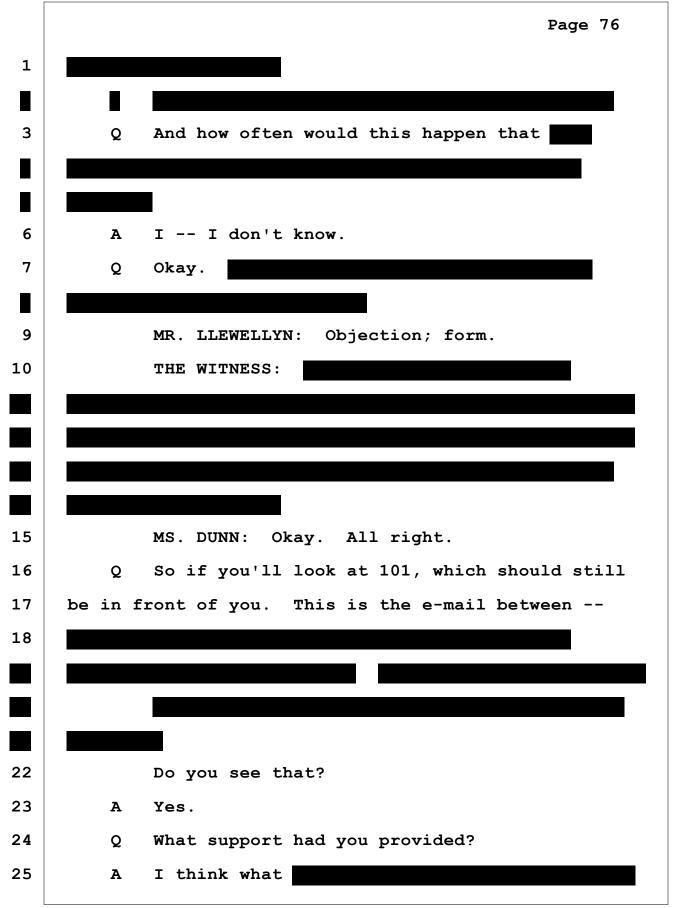


	Page 72
	correct?
	A Yes,
	Q Okay. In as you do you recall whether
	MR. LLEWELLYN: Objection; mischaracterizes
the	document.
	THE WITNESS: Well, as I understand it, the
	MS. DUNN: That's not the question I asked.
	Q I asked whether you recall whether the
	MD II EMELLYN. Obiochion, mischenschenius
	MR. LLEWELLYN: Objection; mischaracterizes
the	document.
	THE WITNESS: Well, following well, what'
the	date of this? Is this September or no.

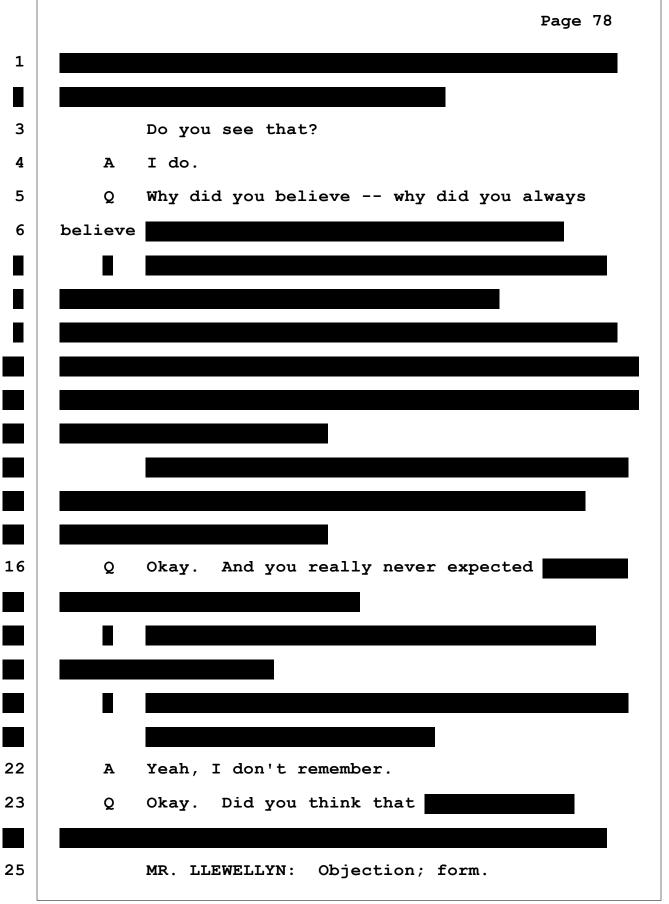


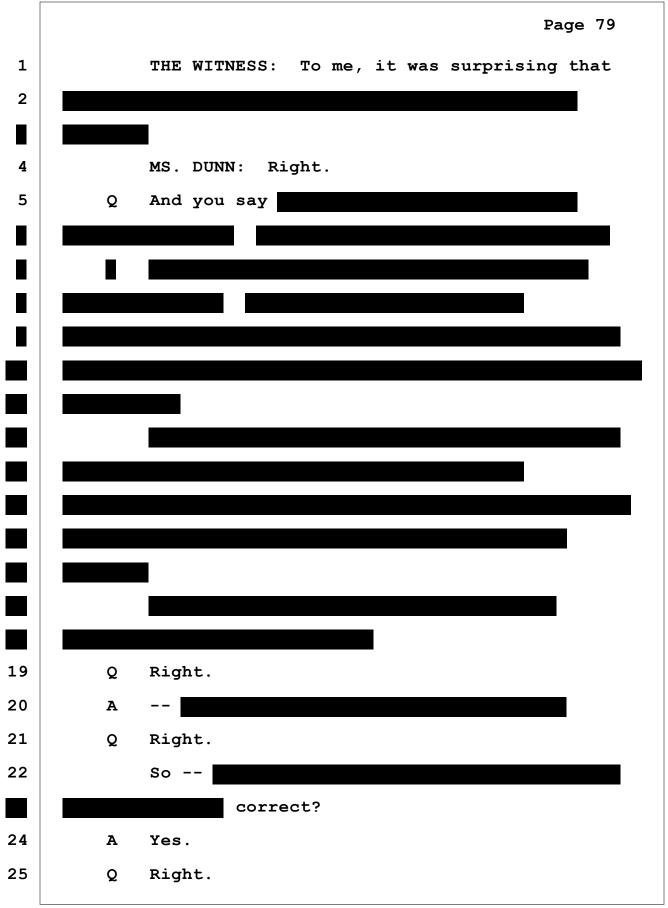


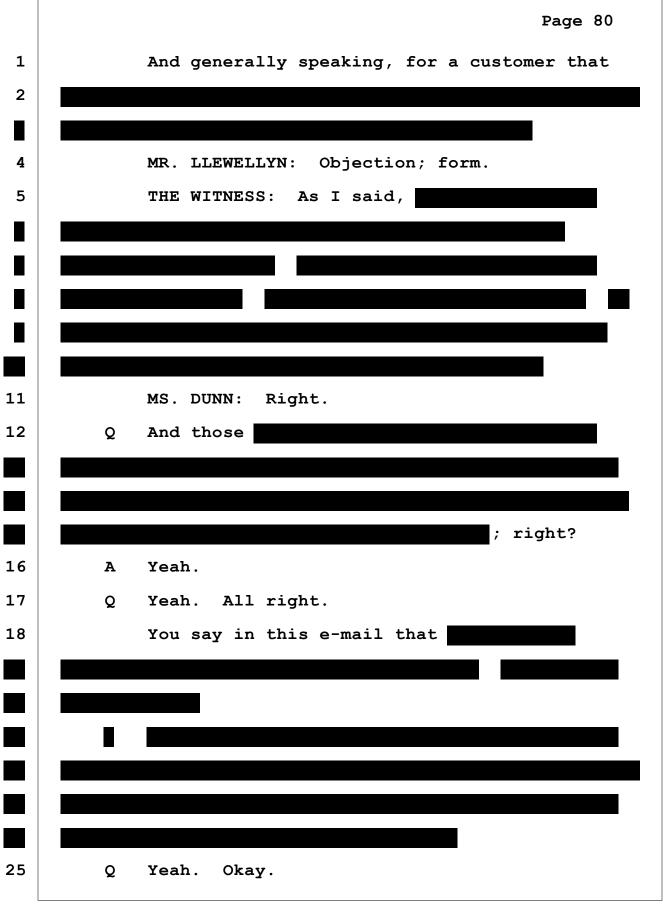
		Page 75
1	Q	Okay. And during your time as CEO,
3	A	Well, it depends what you mean by
4	"commun	icate," but yes.
5	Q	Okay.
12		Those are examples I can think of.
13	Q	Okay. Are you aware of whether
18		MR. LLEWELLYN: Objection; form.
19		THE WITNESS: Yes.
20		MS. DUNN: Okay.
21	Q	What are you aware of?
22	A	
25	Q	Okay. Can you think of any other

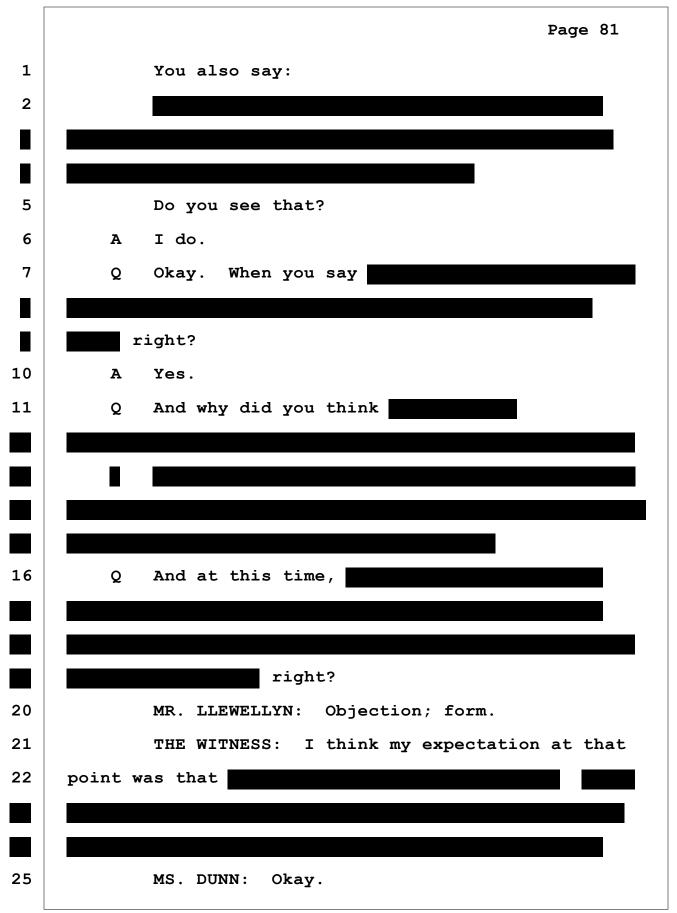


		Page 77
1		
2	Q	What makes you think that's what he's
3	referri	ng to?
4	A	Because really, beyond that, I can't think of
5	anything	
6	Q	Okay. All right.
7		Let's show you what we'll mark as
8	Exhibit	103.
9		(Document marked Exhibit 103
10		for identification.)
11		MS. DUNN: Thanks. Thank you.
12		THE WITNESS: Thank you.
13		MS. DUNN: Okay.
14	Q	This is an e-mail chain between you and
15		
		The subject of the e-mail is:
17		"Congratulations."
18		Do you see that?
19	A	Yes.
20	Q	Okay. And if you look at the bottom of
21	page 1,	you are writing to
		You say:
23		









		Page 82
1	Q	The next sentence says:
2		
5		And so your assumption was that
		; right?
7	A	Yes.
8	Q	And you understood that at this time, as you
9	said,	; right?
10	A	Yes.
11	Q	Right.
12 13		And then at the end of the e-mail, you say:
1 3		
16		What did you think was
17	require	d as a result of
19	A	
22	Q	Anything else?
23	A	Just indicating
25	Q	Okay. But is there anything else you can

	Page 83
1	think of that you were referring to when you said
2	
3	A I don't think so.
4	Q Okay. And at this point, it was your
5	intention to
	; correct?
7	MR. LLEWELLYN: Objection; form.
8	MS. DUNN: Q. I'm referring to the part
9	where you say
10	Do you see that?
11	A Yes.
12	Q Okay.
13	A So yeah,
	•
21	Q Okay. And at this point, had you discussed
22	
23	A I I don't know.
24	Q Okay. Are you aware of whether

	Page 84
1	?
2	A I don't know.
3	Q Okay. And are you aware of whether
6	MR. LLEWELLYN: Objection; form.
7	THE WITNESS: I don't know. But the
8	
10	MS. DUNN: Q. But you're not sure whether he
11	agreed with you that strike that.
12	But you're not sure whether he was also
13	committed to
14	MR. LLEWELLYN: Objection; form.
15	THE WITNESS: You'd have to ask him.
16	MS. DUNN: Okay. All right.
17	Let's show the witness what we'll mark as
18	104. I think we're up to 104.
19	(Document marked Exhibit 104
20	for identification.)
21	MS. DUNN: Thanks.
22	THE WITNESS: Thank you.
23	MS. DUNN: All right.
24	Q Mr. Segars, this is an e-mail dated the next
25	day, January 18th, 2021. It's from you to Rene Haas

	Page 85
1	and Inder Singh. The subject of this e-mail is:
2	"NuVia."
3	Do you see that?
4	A Sorry. What I've just been shown is an
5	e-mail from me to Gerard Williams.
6	MS. DUNN: Oh. All right.
7	Can you put that aside. We'll get there.
8	We're not up to that yet. All right.
9	Let's mark this 105.
10	(Document marked Exhibit 105
11	for identification.)
12	MS. DUNN: All right.
13	Q Mr. Segars, now I'm showing you an e-mail
14	dated the next day, January 18th, 2021. This is an
15	e-mail from you to Mr. Haas and Mr. Singh.
16	Do you see that?
17	A Yes, I do.
18	Q Okay. And the subject line of this e-mail
19	says:
20	"NuVia."
21	You write at at the bottom of the page:
22	
25	And then Mr. Haas responds:

		Page 86	
1			
3		And then you say:	
4			
6		And I presume that	
		; correct?	
9	A	Yeah, the ,	
10	yes.		
11	Q	All right.	
12		Now, if you can look at the Exhibit 104. And	
13	this is	an e-mail from you to Mr. Williams dated	
14	January	17th.	
15		Do you see that?	
16	A	I do.	
17	Q	And the subject of this e-mail is also:	
18		"Congratulations."	
19		And in the body of the e-mail, you write:	
20		"Hi Gerard.	
		. Best regards, Simon."	
25		Do you see that?	

	Page 87
1	A I see that.
2	Q All right.
3	And Mr. Williams was your primary contact at
4	NuVia; right?
5	A Mr. Williams was the only person at NuVia
6	that I had any contact with. I I can't remember a
7	time when I actually had a conversation with NuVia
8	after the what we described earlier discussed
9	earlier about the the first meetings and this
10	event.
11	Q Okay. And are you aware it was Mr. Williams
12	who had negotiated the Arm-NuVia contract?
13	A No, but that doesn't surprise me.
14	Q Okay. And your e-mail to Mr. Williams
15	doesn't mention Qualcomm; right?
16	A It does mention Qualcomm.
17	Q Oh, that's true.
18	It doesn't mention that
21	A It does not.
22	Q Okay.
	; right?
24	A It does not.
25	Q It doesn't say that

		Page 88
1		
		; right?
3	М	R. LLEWELLYN: Objection; form.
4	T	HE WITNESS: It does not say that.
5	М	IS. DUNN: Right.
6	QI	t just says
	; rig	ht?
8	A I	t says
		yes.
10	Q O	kay. All right.
11	s	o we just saw you can put that aside.
12	W	e just saw a document where you, in your
13	capacity	as CEO of Arm, said that
		. And
15	that was	on January 16th.
16	D	o you remember that?
17	АТ	hat was one of these. Yes.
18	Q O	okay. And do you recall that
		? Do
20	you recal	.1 that?
21	A I	don't recall that.
22	М	IS. DUNN: Okay. Let's mark this
23	Exhibit 1	.06.
24	(Document marked Exhibit 106
25		for identification.)

	Page 89
1	THE WITNESS: Thank you.
2	MS. DUNN: Okay. All right.
3	Q This is a letter from Ziad Asghar, VP of
4	product management of Qualcomm, to Paul Williamson, VP
5	and GM of client business at Arm, dated January 27th,
6	2021.
7	If you would look at the bottom of the second
8	paragraph. Do you see where Mr. Asghar from Qualcomm
9	is writing:
10	
16	Do you see that?
17	A I see that.
18	Q Okay. And then if you look at the third
19	paragraph, Mr. Asghar of Qualcomm says:
20	
24	Do you see that?
25	A I see that.

	Page 90
1	Q All right.
2	So Qualcomm is asking for a response by
3	February 3rd. And that would be before the expected
4	closing at the end of February; right?
5	A Yes.
6	MS. DUNN: Okay. All right.
7	Let's mark Exhibit 107.
8	(Document marked Exhibit 107
9	for identification.)
10	MS. DUNN: All right.
11	Q This is Paul Williamson's response letter to
12	Mr. Asghar. It's Asghar. It's dated February 2nd,
13	2021. If you look at midway through the second
14	paragraph, Mr. Williamson writes:
15	

		Page 91
1		
3		Do you see that?
4	A	I see that.
5	Q	Okay. Do you know what
		Mr. Williamson is referring to here?
7	A	No.
8	Q	Okay. Arm says that:
9		
13		MR. LLEWELLYN: Objection; foundation.
14		THE WITNESS: My expectation with that would
15	be that	
17		MS. DUNN: Okay.
18	Q	Do you know what ?
19	A	No, I don't.
20	Q	Okay. And are you sure that
24		MR. LLEWELLYN: Objection; form.
25		THE WITNESS: It would be my expectation that

MS. DUNN: Okay. Q And the letter says that MR. LLEWELLYN: Objection; foundation. THE WITNESS: I'm sorry. I didn't quite understand your question there. MS. DUNN: Q. My question is: Is it accurate to say that strike that. My question is: When Mr. Williamson is saying in this letter that		
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MS. DUNN: Q. My question is: Is it accurate to say that strike that. My question is: When Mr. Williamson is		MR. LLEWELLYN: Objection; foundation.
strike that. My question is: When Mr. Williamson is		
strike that. My question is: When Mr. Williamson is	unders	THE WITNESS: I'm sorry. I didn't quite
strike that. My question is: When Mr. Williamson is	unders	THE WITNESS: I'm sorry. I didn't quite stand your question there.
My question is: When Mr. Williamson is		THE WITNESS: I'm sorry. I didn't quite stand your question there. MS. DUNN: Q. My question is: Is it
		THE WITNESS: I'm sorry. I didn't quite stand your question there. MS. DUNN: Q. My question is: Is it atte to say that
saying in this letter that		THE WITNESS: I'm sorry. I didn't quite stand your question there. MS. DUNN: Q. My question is: Is it ate to say that strike that.
	accura	THE WITNESS: I'm sorry. I didn't quite stand your question there. MS. DUNN: Q. My question is: Is it ate to say that strike that. My question is: When Mr. Williamson is

	Page 93
1	
4	A Those statements are certainly consistent
5	with my understanding of how that works in the
6	details.
7	Q Okay. But you only were able to cite one
8	example of
12	MR. LLEWELLYN: Objection; form.
13	THE WITNESS: Over the years of Arm's
14	history, there have been many examples of
22	MS. DUNN: Q. Well, you gave me one example;
23	right?
24	A I think I gave you two, actually.
25	Q Okay. So in those two in those two

	Page 94
1	examples, which were the only ones that you could
2	remember, did
5	A I would expect so, but I don't know.
6	Q Okay. Can you think of any other examples
7	when
9	A I can think of an example where
16	MS. DUNN: Okay. So we'll ask for those
10 17	agreements.
18	Q And your testimony is that what we're going
19	to see is that
23	MR. LLEWELLYN: Objection; form.
24	MS. DUNN: Q. Right?
25	A I would think that yeah, without perfect

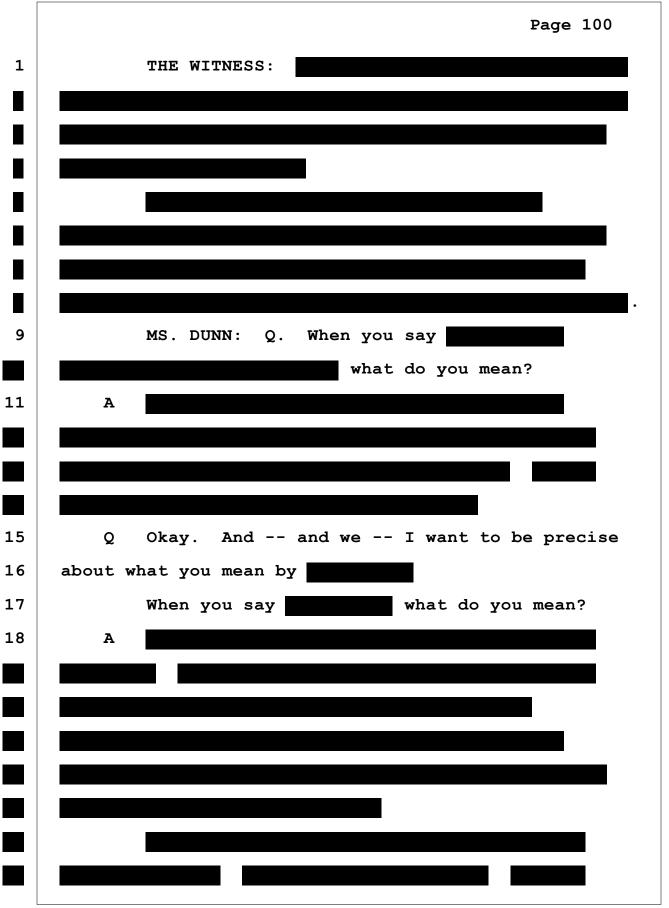
	Page 95
1	knowledge of those agreements right now, I would think
2	you would see something like that.
3	Q Okay. All right.
4	Can you think of any other examples where
6	A As I sit here now, no.
7	Q Okay. And you didn't mention
	; right?
10	MR. LLEWELLYN: Objection; form.
11	THE WITNESS: Well, no. You read the
12	e-mails.
13	MS. DUNN: Right.
14	Q You didn't say, Hey, by the way,
18	You didn't say any of that?
19	MR. LLEWELLYN: Objection; form.
20	THE WITNESS: Again, it's not there in the
21	e-mails. So no.
22	MS. DUNN: No.
23	Q Instead, you had said on January 16th, you
24	said,
	; right?

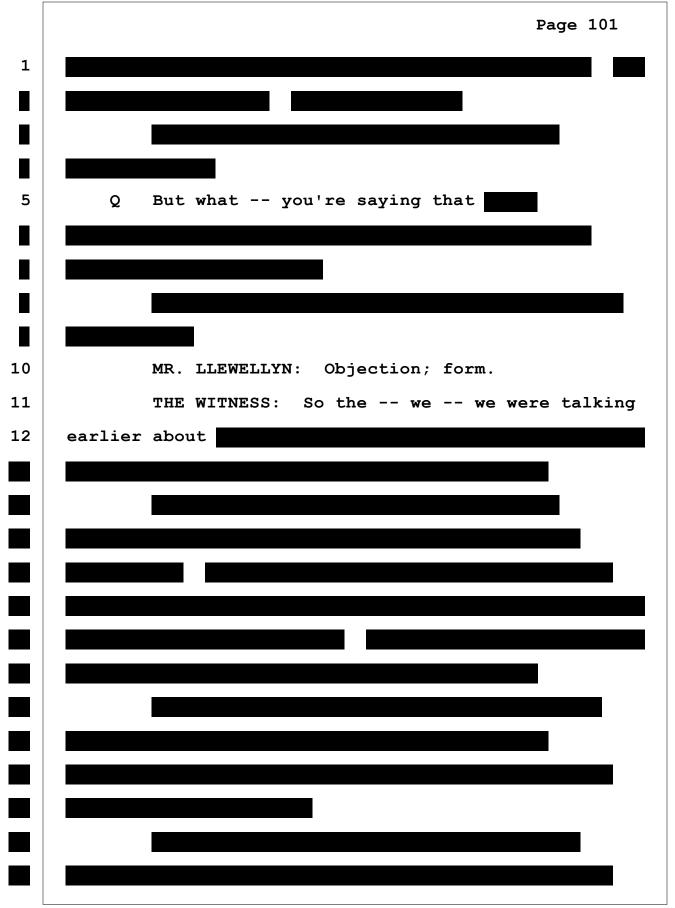
	Page 96
1	A I said that
	·
3	Q Okay. If you'll look at the last
4	paragraph or I'm sorry the third paragraph.
5	In the last sentence of that paragraph, Mr. Williamson
6	writes:
7	
	; right?
12	A Yes.
13	Q Right.
14	So after middle of January where you said,
15	you know,
	right?
21	A Well, it says we
23	Q Right.
24	And then it says,
	correct?

		Page 97
1	A C	Correct.
2	M	IS. DUNN: Okay. Let's show you what we'll
3	mark as 1	07.
4	S	TENOGRAPHIC REPORTER: 108.
5	M	IS. DUNN: I'm sorry. 108.
6	M	R. LLEWELLYN: I do that five times a day,
7	actually.	
8	M	S. DUNN: That makes me feel better. That's
9	the harde	est part. I can't keep the numbers straight.
10	(Document marked Exhibit 108
11		for identification.)
12	M	S. DUNN: All right.
13	Q S	o Mr. Segars, this is a letter from Paul
L 4	Williamso	on at Arm to Ziad Asghar at Qualcomm dated
15	February	16, 2021. It's the next in the series of
16	letters t	hat we've been looking at.
17	D	o you see that?
18	A Y	es.
19	Q C	kay. So this letter dated February 16th,
20	which is	less than two weeks before the planned
21	closing o	f the Qualcomm-NuVia acquisition, starts out
22	by saying	r :
23		

Page 98
Do you see that?
A I do.
Q Okay. And then the second paragraph goes on
to
Generally speaking, that's what that second
<pre>paragraph says; right?</pre>
And we'll we'll go over it in more detail,
but just at a high level.
MR. LLEWELLYN: Objection; form.
THE WITNESS: Okay. That's what it appears
to say, yes.
MS. DUNN: Okay.
Q And if you can direct your attention to the
beginning of the first paragraph. It starts out by
saying:

		Page 99
1		
2		Do you see that?
3		MR. LLEWELLYN: Second paragraph.
4		MS. DUNN: Strike that.
5		MR. LLEWELLYN: Sorry.
6		MS. DUNN: Q. If you'll direct your
7	attenti	on to the beginning of the second paragraph.
8	A	Right.
9	Q	It talks about
1		Do you see that?
2	A	Yes.
3	Q	
5		MR. LLEWELLYN: Objection; form.
6		THE WITNESS: I don't know exactly.
7		MS. DUNN: Q. Do you know at all?
8	A	I would assume it meant the
		That's my
1	assumpt	ion.
2	Q 	Okay. And what is the basis for Arm's belief
3	that	
		?
5		MR. LLEWELLYN: Objection; form.





	Page 102
1	
3	MS. DUNN: Right.
4	Q But what is
6	I'm just trying to understand. Be very
7	specific about what you're talking about when you say
8	
9	MR. LLEWELLYN: Objection; form.
10	THE WITNESS:
13	MS. DUNN: Okay.
14	Q So your testimony is that
21	Q Right.
22	And just to be clear, you're talking about
23	the
	; correct?
25	A .

		Page 103
1	Q	Right.
2		
		; correct?
5		MR. LLEWELLYN: Objection; form.
6		THE WITNESS: So using the the the
7		
15		
19		MS. DUNN: Okay.
20		MR. LLEWELLYN: So I I think we've been
21		gnificantly more than an hour. Do you want to
22		e a very quick break?
23		MS. DUNN: So I am almost done with this
24		And if I can finish it out, we could even
25	have lun	ch. I don't know what your

	Page 104
1	MR. LLEWELLYN: Okay. It's up to you.
2	THE WITNESS: Okay. Let's go.
3	MS. DUNN: Do you have the next
4	MS. MORGAN: Yes.
5	MS. DUNN: Okay.
6	MS. MORGAN: Is this what you want?
7	MS. DUNN: Yeah.
8	Q When when they mark while while we
9	mark 109, let me ask you one other question, which is:
10	
14	MR. LLEWELLYN: Objection; form.
15	THE WITNESS:
25	MS. DUNN: Okay. All right.

	Page 105
1	So this is Exhibit 109 is the NuVia ALA.
2	Q And if you could, will you identify for me
3	where in the NuVia ALA it says that
5	STENOGRAPHIC REPORTER: Counsel
6	MS. DUNN: Yeah.
7	STENOGRAPHIC REPORTER: this is 49. Would
8	you want it marked 109 as well?
9	MS. DUNN: 49 is either way.
10	MS. MORGAN: Yeah, it's already
11	MS. DUNN: That's fine.
12	MS. MORGAN: You can just call it 49. That's
13	fine. Thank you.
14	(Document previously marked Exhibit 49
15	for identification.)
16	MR. LLEWELLYN: Objection; form.
17	THE WITNESS: (Reading document.)
18	So on the basis of a however long that
19	took me two-minute read through this contract,
20	
25	And then there is some more lawyer speak

	Page 106
1	after that.
2	MS. DUNN: Okay. All right.
3	Q So this is
4	A Now, I don't now, that was based on a
5	
8	Q Okay.
9	A
11	Q Okay. But your testimony, then, is that the
12	language here that
	MR. LLEWELLYN: Objection; form.
14	MR. HEMELLIN. ODJECTION, TOTAL.
15	THE WITNESS: But to
15	THE WITNESS: But to
15 16 17	THE WITNESS: But to answer that definitively, I'd want to look through the
15 16 17 18	THE WITNESS: But to answer that definitively, I'd want to look through the rest of the terms.
15 16 17 18	THE WITNESS: But to answer that definitively, I'd want to look through the rest of the terms. But I'd also note that I'm not a lawyer. And
15 16 17 18 19	THE WITNESS: But to answer that definitively, I'd want to look through the rest of the terms. But I'd also note that I'm not a lawyer. And so I would actually refer this if I was still the
15 16 17 18 19 20	THE WITNESS: But to answer that definitively, I'd want to look through the rest of the terms. But I'd also note that I'm not a lawyer. And so I would actually refer this if I was still the CEO of Arm being asked this question, I'd refer it to
15 16 17 18 19 20 21	THE WITNESS: But to answer that definitively, I'd want to look through the rest of the terms. But I'd also note that I'm not a lawyer. And so I would actually refer this if I was still the CEO of Arm being asked this question, I'd refer it to my general counsel.
15 16	THE WITNESS: But to answer that definitively, I'd want to look through the rest of the terms. But I'd also note that I'm not a lawyer. And so I would actually refer this if I was still the CEO of Arm being asked this question, I'd refer it to my general counsel. MS. DUNN: Okay. Do you want to take a

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Page 107
 1
     record. The time is 11:55 a.m.
2
               (Lunch break taken at 11:55 a.m.)
 3
                             ---000---
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	Page 108
1	AFTERNOON SESSION
2	12:49 P.M.
3	00
4	
5	THE VIDEOGRAPHER: We are back on the record.
6	The time is 12:49 p.m.
7	MS. DUNN: Thank you.
8	So before we start, I want to put on the
9	record that at the beginning of this deposition,
10	around 9:30 this morning, we asked the the witness
11	whether he had a separation agreement with Arm. He
12	said he did.
13	We then asked him questions about the
14	agreement. There were certain questions, including
15	questions related to
	, that the witness
17	said may be in the document, but he couldn't say for
18	sure. He would need to see the document.
19	We then requested that the document be
20	produced today so that the witness could be questioned
21	on the document, as the testimony indicated was
22	necessary.
23	We were told that that counsel for Arm had
24	to check whether the document had been produced. We
25	said it had not.

Page 109

We asked before the lunch break whether we could have the document. And we have been told that we will not receive the document today and that possibly we won't receive the document at all.

And we're making the record so that we can move to compel.

But more importantly, we need to question -- as we've explained to counsel, we need to question the witness on the document, as the witness' own testimony makes clear.

And so rather than hold the deposition open for that questioning, we would again request the document be produced to us today.

It's the -- he's the former CEO. It's his separation agreement with the company, which goes to his relationship with the company, it goes to bias, and it goes to his earlier testimony where he said he could not remember what was in the document and that there may be material provisions in the document.

So we think the easiest course for Arm counsel would be to produce the document now so that we could close this out.

But if they refuse to do so, notwithstanding the presence of outside and in-house counsel at the deposition, then we will make our record to move to

	Page 110
1	compel.
2	MR. LLEWELLYN: And I will respond and say
3	first we heard about this was at the deposition.
4	Counsel for Qualcomm has represented that
5	this is a document that is not in the production. If
6	counsel for Qualcomm could search the production.
7	Counsel for Qualcomm obviously was on notice
8	that this was a potentially relevant document and
9	could have raised it before the deposition.
10	Counsel for Qualcomm has also failed to
11	identify any discovery request to which this would be
12	responsive.
13	Accordingly, this is a last-minute request
14	for a document, ignoring the complications that I've
15	explained of attorneys on planes flying around for
16	other depositions that are ongoing as we approach the
17	close of discovery. And so I can't even confirm in
18	the space of a lunch break whether or not this
19	actually was or was not produced.
20	There are other complications here. If it
21	weren't produced, we'd want to review it beforehand to
22	assess.
23	So you can put that in writing. You can send
24	a request. We're not holding the deposition open.
25	You had advance notice, presumably, because

Page 111

you say that you checked the production to see whether it's in there. So presumably, you knew there was a separation agreement to search for. And so I don't understand why this was raised last minute during the course of the deposition.

MS. DUNN: Just to correct counsel, we did search for a separation agreement. Didn't find one. That doesn't indicate one existed or that we knew it existed. It indicated the absence of an agreement.

We then asked the witness, who confirmed that he did have a separation agreement. That was the first time we knew that one did exist.

We promptly requested it. We did not ask for it by lunch. We asked for it before the close of the deposition today.

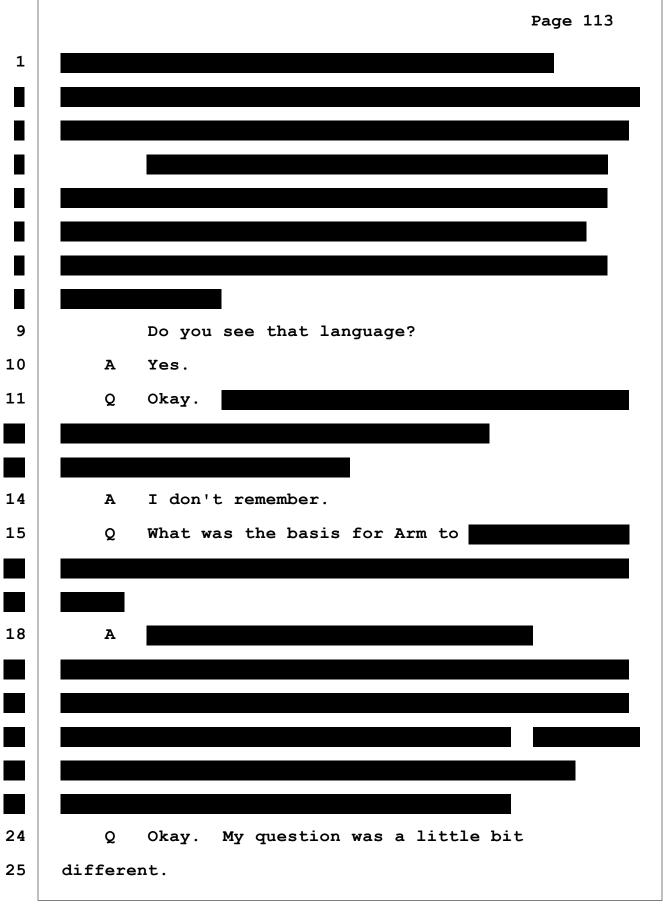
And we will need to keep the deposition open.

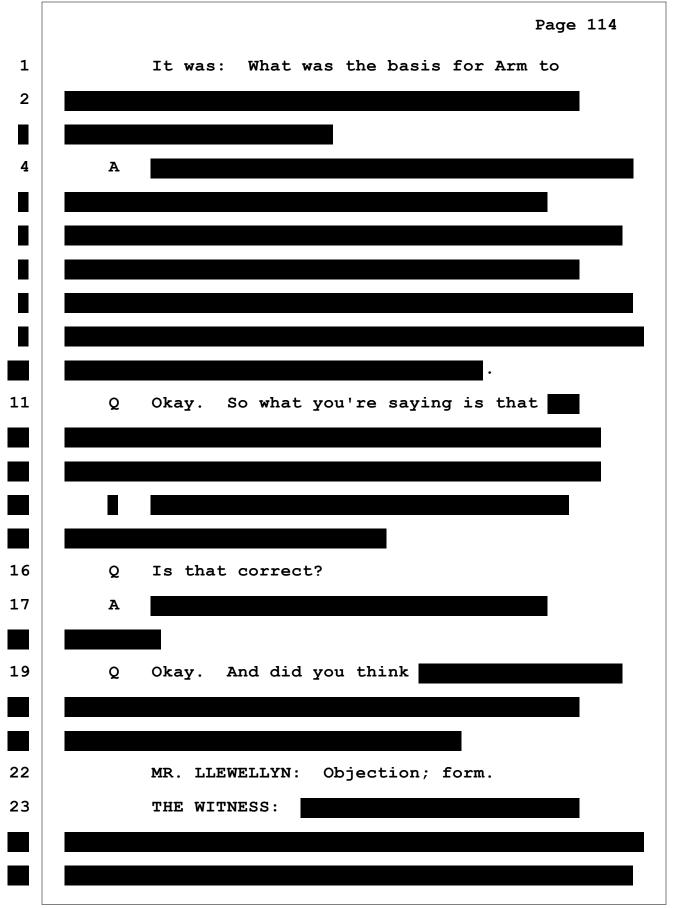
It is material. This is a witness that's been put forth, and he's indicated that there are provisions in there that go directly to his --

And so we are entitled to that, obviously.

The easiest thing to do would be to produce it today. It's hard to believe that the separation agreement, when clearly, like, in-house counsel would have the agreement, the witness would have the

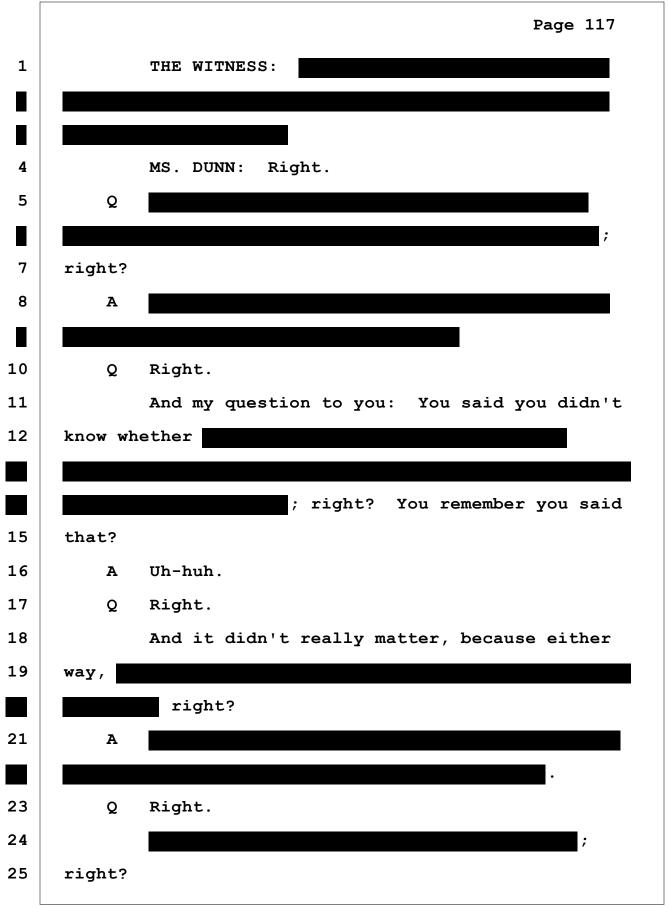
	Page 112
1	agreement, outside counsel might have the agreement,
2	cannot be located in the course of a multihour
3	deposition.
4	MR. LLEWELLYN: And you understand, of
5	course, that Arm has significant operations in the UK,
6	correct, and you understand what time it is there. So
7	you understand there are complications when people are
8	on planes, traveling, those sorts of things.
9	Also, you have had the opportunity to ask him
10	about it. You could ask further. But you've been
11	careful not to ask questions about whether or not it's
12	impacted his testimony.
13	So we can resolve this later.
14	MS. DUNN: All right.
15	Q Are you ready, Mr. Segars?
16	A (Witness nods head.)
17	Q All right.
18	If you could look at Exhibit 109.
19	A 109 or 108?
20	Q I'm sorry. 108. Thank you.
21	This is the letter that we were talking about
22	before the break from Paul Williamson at Arm, to Ziad
23	Asghar at Qualcomm, dated February 16th.
24	And let's see. Before the break, you
25	acknowledged that the second paragraph of the letter





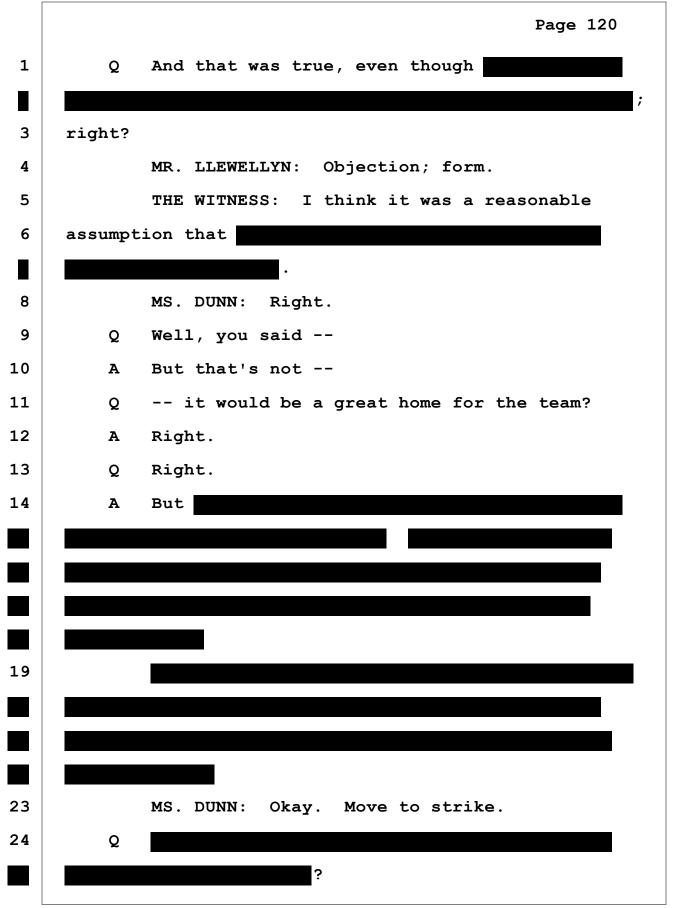
Page 115
MS. DUNN: Okay.
Q But why was that fair, in your opinion?
A Because the because of the agreement
between Arm and NuVia which
Q Okay.
MR. LLEWELLYN: Objection; form.
THE WITNESS: I don't remember the exact
difference.
MS. DUNN: Okay.
Q But you know that
A I believe that's true, yes.
Q Okay. So what you're saying is you thought
it was fair that
A

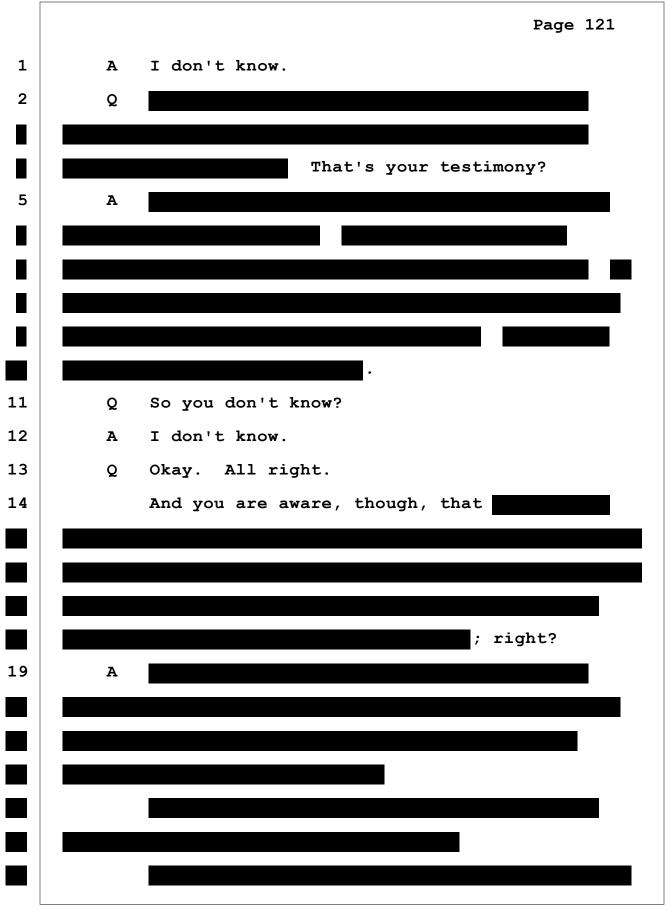
	Page 116
1	
3	Q Are you saying that
5	MR. LLEWELLYN: Objection; form.
6	THE WITNESS: Again, as I read this, this was
7	about my recollection was that this was about
10	MS. DUNN: Okay.
11	Q And now and and Arm was demanding that,
12	
13	right?
14	A
22	Q Right.
23	And it wouldn't matter to you if their
24	licenses were the same or not; right?
25	MR. LLEWELLYN: Objection; form.



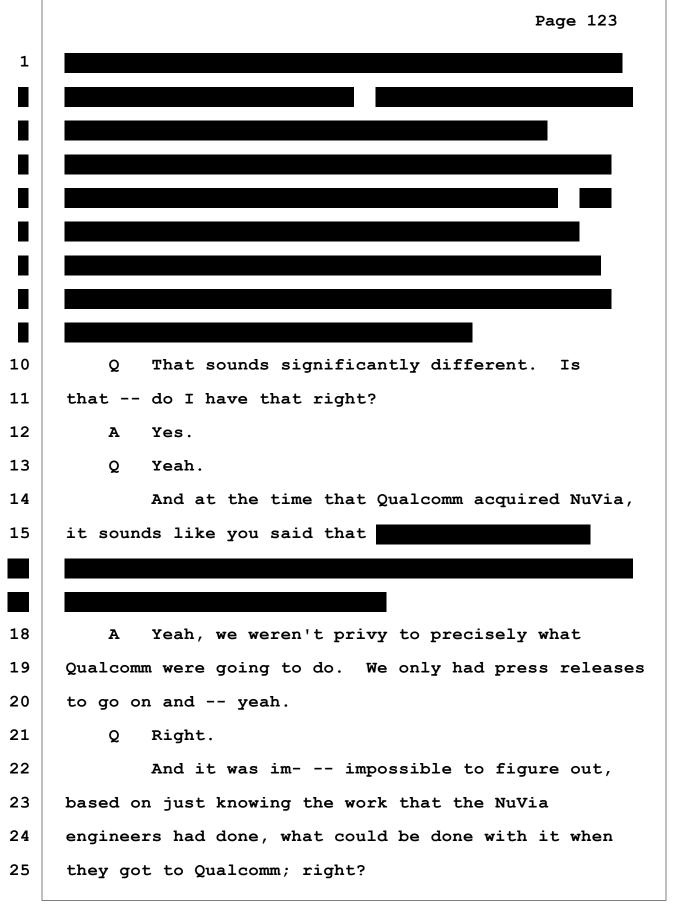
Page 118
MR. LLEWELLYN: Objection; form.
THE WITNESS: Well, I think it is independent
of that. However, I believe Ziad's letter talked
about
MS. DUNN: Right.
Q And and here,
; correct?
MR. LLEWELLYN: Objection; form.
THE WITNESS: The the first five words of
the of that second paragraph say
I I keep
saying that That may be six or seven
words. So it's in respect to
MS. DUNN: Right.
Q And so my question is, then:
correct?

		Page 119
1	A	
2	Q	But the answer to my question is "yes"?
3		MR. LLEWELLYN: Objection; form
4		MS. DUNN: Q. Right?
5		MR. LLEWELLYN: asked and answered.
6		THE WITNESS: I don't think anybody at Arm
7	was sug	gesting that
14		MS. DUNN: Right.
15	Q	
		?
18		MR. LLEWELLYN: Objection; form.
19		THE WITNESS:
		•
21		MS. DUNN: Right.
22	Q	And that's the design that we talked about
23	earlier	?
24	A	
		yes.

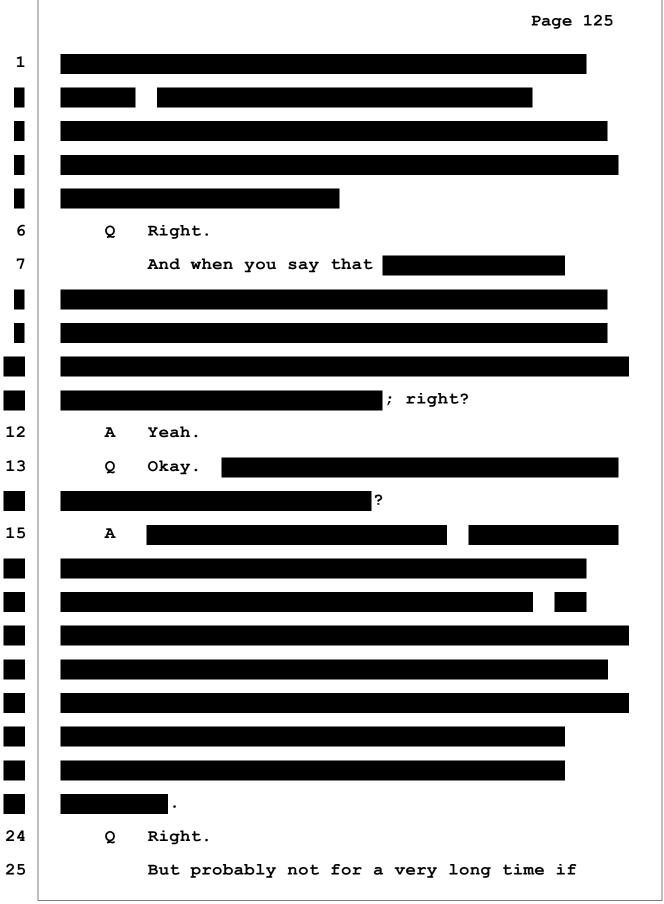


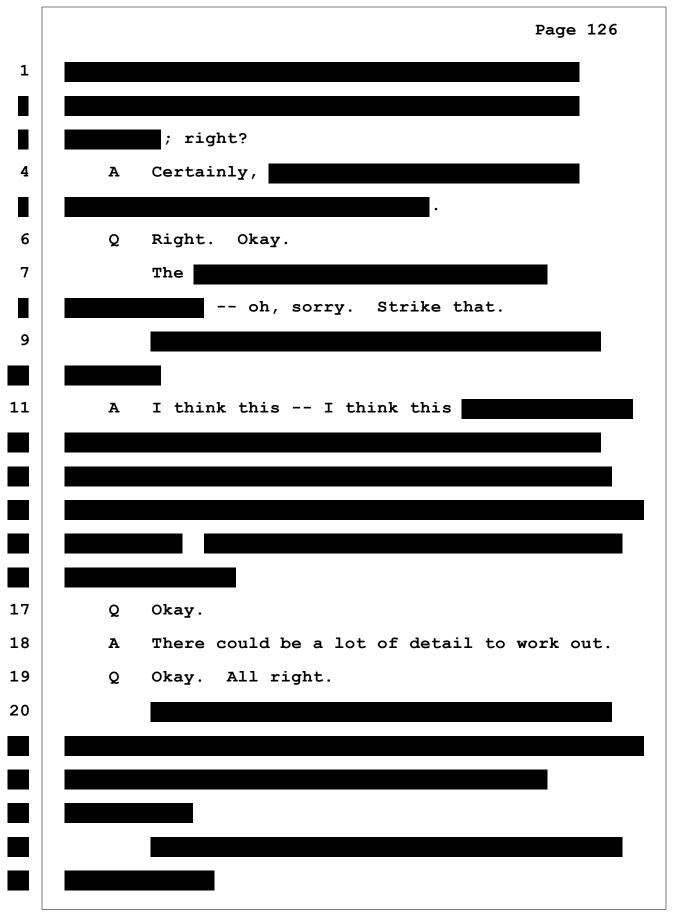


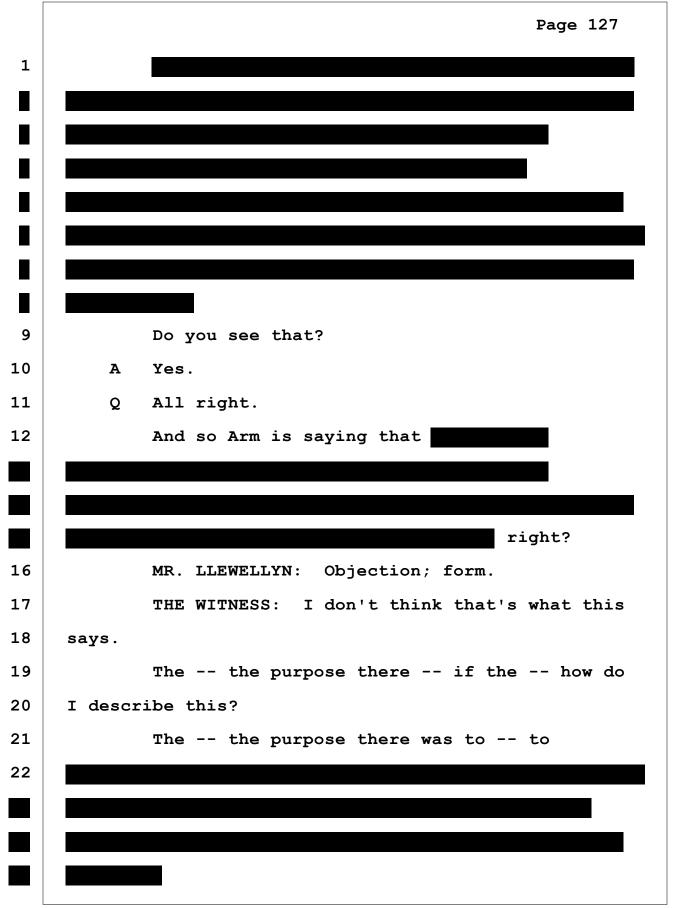
	Page 122
Q	Right.
	But this so tell me about that. You sai
typical	lly,
A	Sorry. IoT.
Q	IoT. So IoT is Internet of Things; right?
A	Correct, yes.
^	Okay. And so what's tell me more about
Q	•
	fferences between
the dif	

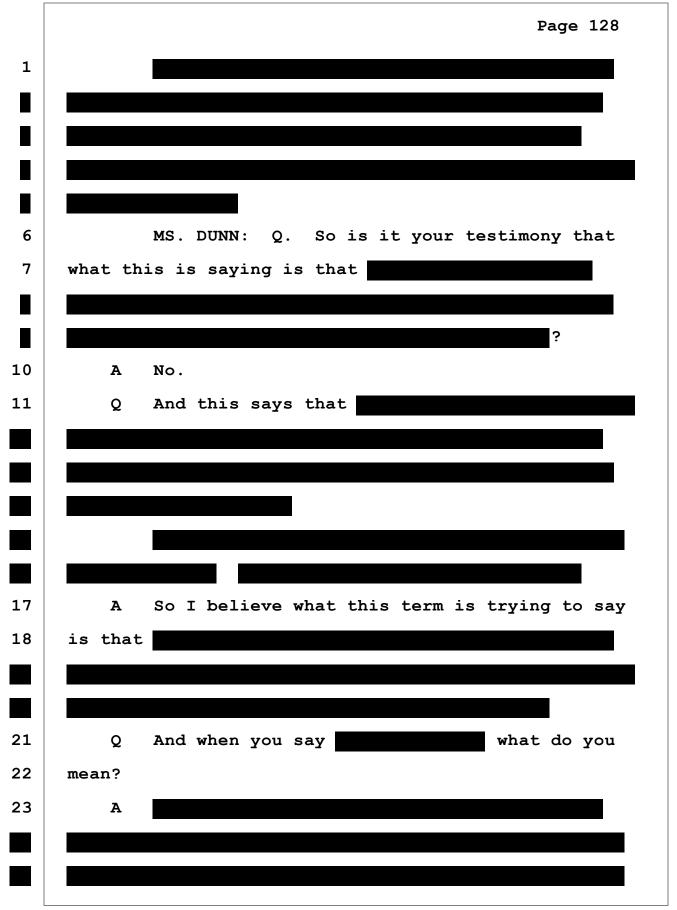


	Page 124
1	MR. LLEWELLYN: Objection; form.
2	THE WITNESS: Certainly, from my point of
3	
	view, I didn't know exactly what NuVia had done. I
4	don't know whether somebody like Richard had greater
5	insight on that.
6	But we knew all I knew was that it was a
7	processor design that had been targeted at the server.
8	Qualcomm were acquiring it.
9	MS. DUNN: Okay. All right.
10	Q And I think that we agreed that
	sorry. Strike
12	that.
13	If I think we agreed that
17	MR. LLEWELLYN: Objection; form.
18	THE WITNESS:
22	MS. DUNN: Okay.
23	Q And so
	; right?
25	A A
23	A

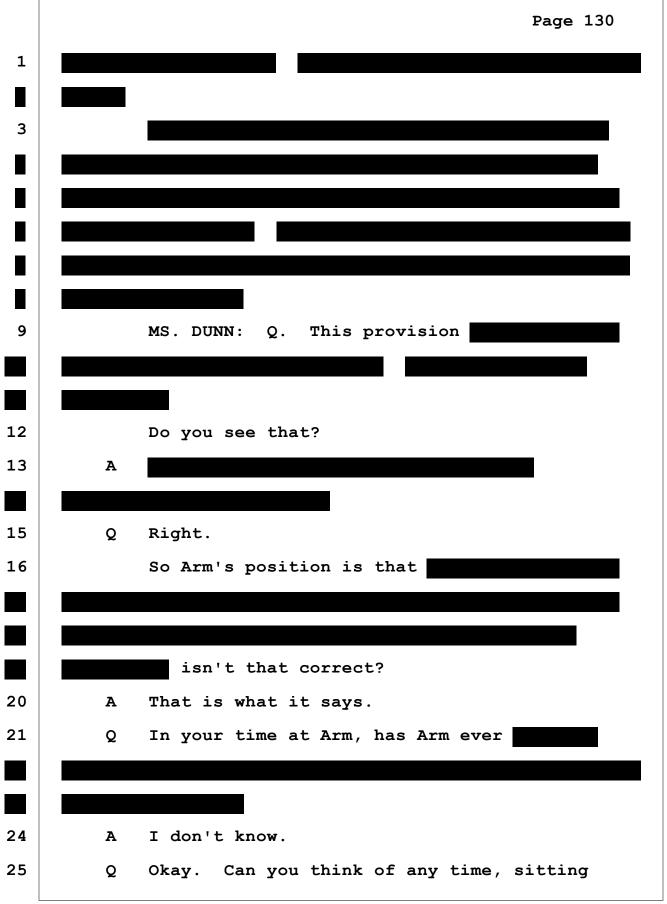


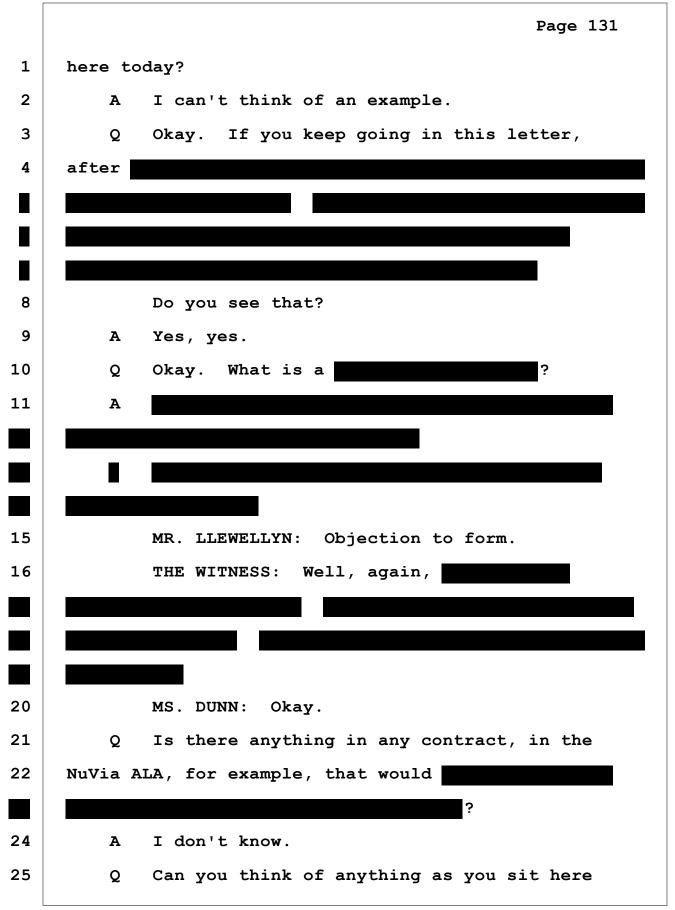






	Page 129
1	
2	Q And what made Arm think
4	MR. LLEWELLYN: Objection; form.
5	THE WITNESS: So again, the
10	MS. DUNN: Right.
11	Q But my question to you was: What made Arm
12	think
	?
14	MR. LLEWELLYN: Objection; form.
15	THE WITNESS: I don't think that's what's
16	being asked for here.
17	MS. DUNN: Q. Those were those those were
18	your words, sir, just a second ago. You said the
19	
21	So what made Arm think that it could do that?
22	MR. LLEWELLYN: Objection; form.
23	THE WITNESS: So I'll correct what I said a
24	moment ago.
25	





	Page 132
1	today?
2	A Again, I'm not a lawyer. I would if I
3	were still in my role at Arm, I'd have my GC answer
4	that question for me.
5	Q Okay. In your role as CEO and in your 30
6	years of experience at Arm, had Arm ever
9	A Yes, I'm pretty sure that Arm had.
10	Q Okay. And which what example is that that
11	you can think of?
12	A I can't think of specifics, but I am fairly
13	confident that that has happened in previous
14	agreements.
15	Q Okay. And in even though you can't
16	identify any specific instance, do you think that
19	MR. LLEWELLYN: Objection; form.
20	THE WITNESS: I can't think of an example of
21	that, of
	. So I don't know.
23	MS. DUNN: Okay. All right.
24	Q So you previously testified that you had
25	expected the Qualcomm-NuVia acquisition to close at

This letter dated February 16th sets out Do you agree with me that MR. LLEWELLYN: Objection; form. THE WITNESS: I don't think that was impossible. MS. DUNN: Q. You think that was doable? A If you put people in a room with the right incentives, they can get work done. Q I think the key to that is "the right incentives." Do you think at this time,		Page 133
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Q I think the key to that is "the right incentives."	A	If you put people in a room with the right
incentives."	incent	ives, they can get work done.
	Q	I think the key to that is "the right
Do you think at this time,	incent	ives."
		Do you think at this time,
	_	

	Page 134
1	Q Right.
2	So your testimony is that as of this
3	February 16th letter, Arm was still committed to
4	moving as quickly as possible to make sure that
5	Qualcomm and NuVia could close their acquisition by
6	the end of February?
7	MR. LLEWELLYN: Objection; mischaracterizes
8	testimony.
9	THE WITNESS: I think that, yeah, Arm is
10	motivated to find a deal to find a deal that worked
11	with Arm, to find a deal that worked for all the
12	parties. That's how we had built a successful
13	business in that time.
14	Now, that being said, that didn't mean that
15	in order to get it done quickly, as is the case with
16	any contract, that we'd necessarily sacrifice
17	unnecessarily the commercial terms.
18	But there was no incentive for Arm to not
19	reach an agreement.
20	MS. DUNN: Q. There was no incentive to slow
21	roll; right? That's your testimony?
22	A There's no incentive to slow roll.
23	Q Right.
24	And your testimony is that Arm was not trying
25	to slow roll; right?

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A Not trying to slow roll. But at the same time -- and I'm guessing you're --

The incentive was to get the deal done. The incentive was to get the deal done with the right terms and, you know, in a -- in a -- in a time frame that's conducive for good business.

Q Right.

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My question, sir, was a little bit different.

You knew that Qualcomm and NuVia wanted to close this acquisition by the end of February?

- A Uh-huh.
- Q This letter comes on February 16th.

And my question to you is whether it's your testimony that there was no intention on the part of Arm to slow roll to ensure that Qualcomm and NuVia could not close their deal?

MR. LLEWELLYN: Objection; form.

THE WITNESS: I don't believe there was any desire of anyone in Arm to slow roll this deal.

MS. DUNN: Okay. All right.

- Q So you became --
- A If I can -- if I can finish.

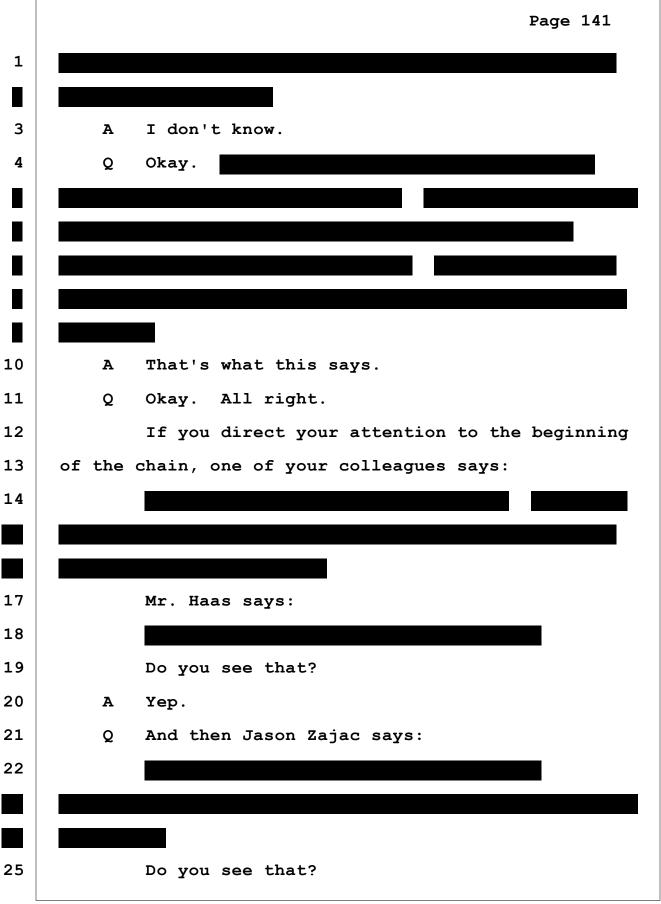
	Page 136
1	Q Your counsel will have some time with you
2	after
3	MR. LLEWELLYN: He can finish his answer. He
4	was he had just asked if he can finish.
5	You can finish.
6	THE WITNESS: The the time frame to close
7	their acquisition by the end of February was a time
8	frame that they set.
9	And whilst we were happy to support that, if
10	it needed to take longer, if if closing these
11	agreements between Arm, NuVia, Qualcomm needed to take
12	longer because of the complexity, then from our point
13	of view, it needed to take longer.
14	MS. DUNN: Okay.
15	THE WITNESS: The February deadline wasn't
16	one that we set.
17	MS. DUNN: I'm going to move to strike the
18	second part of your answer.
19	Q You my question is very simple, sir. It's
20	that this letter comes on February 16th.
23	And my only question to you is whether it's
24	your testimony that there was no intention on the part
25	of Arm to slow roll so that Qualcomm and NuVia could

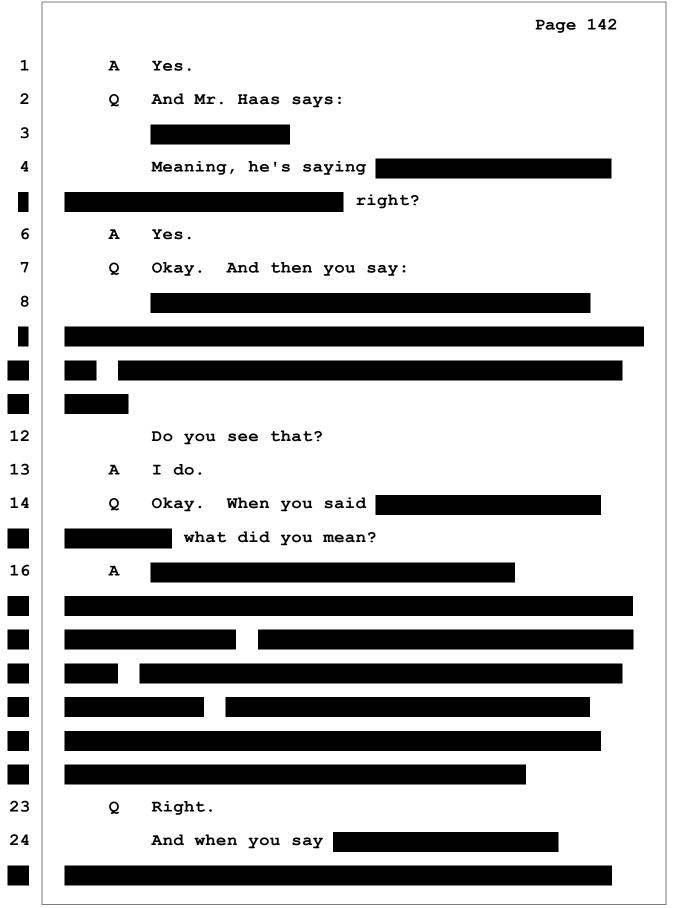
	Page 137
1	not close their deal?
2	MR. LLEWELLYN: Objection; form; asked and
3	answered.
4	THE WITNESS: So from my point of view as the
5	CEO, there was no desire on our side to deliberately
6	slow the slow roll this agreement. It may be
7	complex, but there was no desire to slow roll it.
8	MS. DUNN: All right.
9	Q Do you recall that you became involved in
10	negotiations between Arm and Qualcomm by at least
11	March of 2021?
12	A I don't remember exactly when I began to get
13	involved.
14	Q Okay.
18	Q Okay. What was your role?
19	A
22	Q Okay. And did you feel like the parties were
23	making progress during the period that you were
24	involved?
25	A I felt like progress was very slow.

	Page 138
1	Q Okay. And why was that, in your opinion?
2	A
4	MS. DUNN: Okay. All right.
5	Let's mark the next exhibit, which I think is
6	110.
7	STENOGRAPHIC REPORTER: 109.
8	MS. DUNN: 109. Can that be? Thanks.
9	(Document marked Exhibit 109
10	for identification.)
11	THE WITNESS: Thank you.
12	MS. DUNN: All right.
13	Q This the first e-mail in this thread is an
14	e-mail from Qualcomm CEO Cristiano Amon to you. It's
15	dated March 9, 2021.
16	Do you see that?
17	A Yes.
18	Q The subject of the e-mail is:
19	"Sync."
20	And if you direct your attention to the first
21	paragraph of Mr. Amon's e-mail to you, it says:
22	
25	Do you see that?

	Page 139
1	A Yes.
2	Q Okay. And did you at this time have a
3	relationship with Cristiano Amon, or Amon?
4	A Yes. I've met Cristiano many times.
5	Q Okay. And what was your relationship like?
6	A Fine.
7	Q Do you have a view of him?
8	A Smart guy, very driven.
9	Q You say if you look at the e-mail your
10	e-mail at the top of the page, you say in response
11	to Cristiano's e-mail, you e-mail other members of
12	your team, including Rene Haas and Will Abbey. You
13	say:
14	
17	A I can't remember what I was expecting when I
18	wrote that e-mail.
19	Q Okay. And you say that
22	Do you see that?
23	A Yes.
24	Q Okay. And

		Page 140
1	A	I don't recall.
2		MS. DUNN: Okay. All right.
3		Let's show you 110.
4		(Document marked Exhibit 110
5		for identification.)
6		THE WITNESS: Thank you.
7		MS. DUNN: All right.
8	Q	This is an e-mail chain between you and
9	several	people at Arm, including Rene Haas, with the
10	subject	line:
11		"Qualcomm NuVia."
12		Dated March 16, 2021.
13		Do you see that?
14	A	Yes.
15	Q	And if you look at the top e-mail, at the
16	last ser	ntence at the last sentence, it says:
17		
20		Do you see that?
21	A	Yes.
22	Q	Okay. Why did you ?
23	A	I I don't remember.
24	Q	Okay. What changed between your earlier
25	e-mail,	





	Page 143
1	
4	MR. LLEWELLYN: Objection; form.
5	THE WITNESS: I'm not a lawyer, but our
6	contract talks about
20	MS. DUNN: Okay.
21	Q And Arm never told Qualcomm not to close;
22	right?
23	MR. LLEWELLYN: Objection; form.
24	THE WITNESS: I'm not aware of anyone telling
25	Qualcomm not to close.

	Page 144
1	MS. DUNN: Q. And you know that Cristiano
2	had reached out to you prior to the closing; right?
3	We saw that e-mail. In his e-mail of
4	March 9th, he says:
5	
6	A Right.
7	Q Right?
8	A Yep.
9	Q And then here it is March 16th, and you're
10	saying, T
12	You see that; right?
13	A Yes. There's six days between these e-mails?
14	Q Right.
15	And so
15	And so ; right?
15 17	
	; right?
17 18	; right? MR. LLEWELLYN: Objection; form.
17	; right? MR. LLEWELLYN: Objection; form. THE WITNESS: I don't think that's
17 18 19 20	; right? MR. LLEWELLYN: Objection; form. THE WITNESS: I don't think that's necessarily the case
17 18 19	; right? MR. LLEWELLYN: Objection; form. THE WITNESS: I don't think that's necessarily the case MS. DUNN: Okay.
17 18 19 20 21	; right? MR. LLEWELLYN: Objection; form. THE WITNESS: I don't think that's necessarily the case MS. DUNN: Okay. THE WITNESS: based on based on
17 18 19 20 21	; right? MR. LLEWELLYN: Objection; form. THE WITNESS: I don't think that's necessarily the case MS. DUNN: Okay. THE WITNESS: based on based on

	Page 145
1	MS. DUNN: Let's okay.
2	Q So on March 9th, Cristiano writes to you:
3	
6	Do you see that?
7	A I see that.
8	Q And on March 16th, you're writing your team
9	that
11	Do you see that?
12	A I see that.
13	Q Okay. And so
	; right?
15	MR. LLEWELLYN: Objection; form.
16	THE WITNESS: No, I don't think that's
17	correct.
18	
25	MS. DUNN: Okay.
_5	iio. Dollin onay.

E	Page 146
Q But	
A	
Q But you don't disagree that your own	words i
this e-mail say,	
; right? You see that?	
A I don't disagree. That is what it sa	ays.
Q Okay. The next sentence of your e-ma	ail says
When you say	
When you say	
what did you mean?	
what did you mean?	
what did you mean?	
what did you mean?	
what did you mean? A I believe what I meant there is that	
what did you mean?	
what did you mean? A I believe what I meant there is that	
what did you mean? A I believe what I meant there is that Q And those instances you're talking al	

		Page 147
1	Q F	Right.
2	A S	So the
10	Q C	Okay. So when Arm
		; right?
15		IR. LLEWELLYN: Objection; form.
16		THE WITNESS:
19	M	MS. DUNN: Q. Well, this sentence seems to
20	say it's	never happened before. It says:
21		

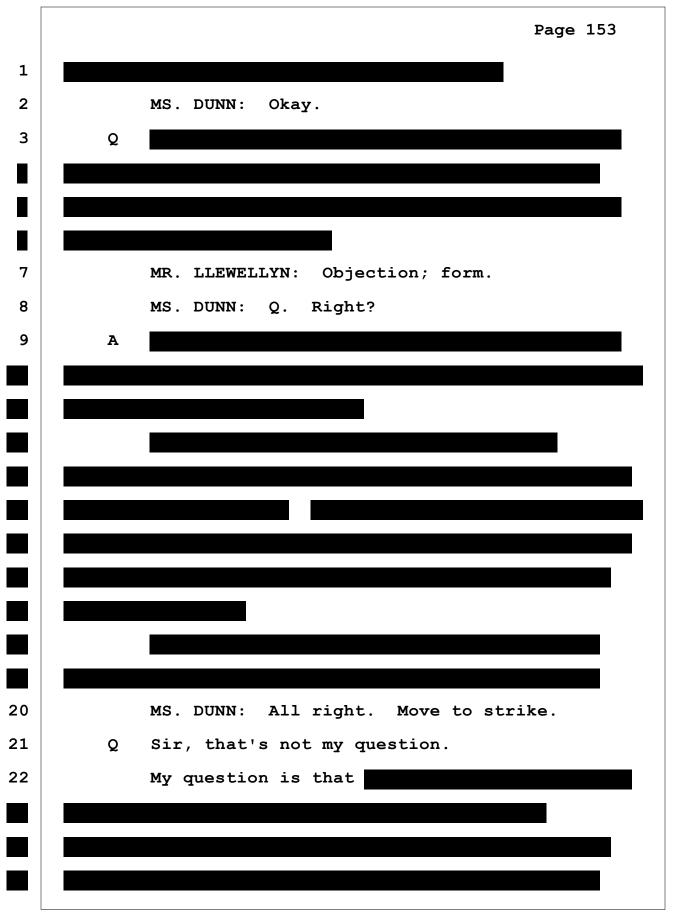
	Page 148
1	; correct?
2	MR. LLEWELLYN: Objection to form.
3	THE WITNESS: I
LO	MS. DUNN: Q. And as you sit here today, can
.1	you think of any other instance?
L2	A No.
L3	MS. DUNN: All right.
L4	Let's show you the next exhibit, which is
L5	111.
.6	(Document marked Exhibit 111
L7	for identification.)
L8	MS. DUNN: All right.
L 9	Q This is an e-mail chain dated May 2021. The
20	subject of the e-mail is:
21	"Contact Names."
22	And I'm going to start with the bottom of
23	page 3. So if you look at the bottom of page 3, you
24	can see an e-mail that you sent to Mr. Amon following
25	your initial call on March 17th.

		Page 149
1		Do you see that?
2	A	Uh-huh.
3	Q	Okay. It starts:
4		
5		Do you see that?
6	A	Yes.
7	Q	Okay. Do you recall your conversation with
8	Cristia	no on March 17th?
9	A	Vaguely.
10	Q	Okay. What do you recall?
11	A	
17		MR. LLEWELLYN: Did you say "cordial"?
18		THE WITNESS: Cordial, yes.
19		MS. DUNN: All right.
20	Q	And you see that in the next e-mail,
21	Cristia	no responds to you and indicates well, first
22	thing h	e says is, he says:
23		

		Page 150
1		Do you see that?
2	A	I do.
3	Q	And he writes that on March 23rd.
4		Do you recall giving Cristiano the impression
5	that	
7	A	No, I don't recall giving him that
8	impress	ion.
9	Q	Do you think that what he's writing here is
10	not tru	e?
11	A	I think that what he's written there is
12	may :	may have been his takeaway from the call. I
13	Q	Okay.
14	A	can't comment.
15	Q	And is it your testimony that at this point,
16		
18		MR. LLEWELLYN: Objection; form.
19		THE WITNESS: I'm sorry. Could you repeat
20	that qu	estion.
21		MS. DUNN: Q. I said, is it your testimony
22	that	
24		MR. LLEWELLYN: Objection; form.
25		THE WITNESS: I can't remember what I was

		Page 151
1	thinkin	ng about
3		MS. DUNN: Okay. All right.
4	Q	Cristiano continues. He says:
5		
10		Do you see that?
11	A	I see that.
12	Q	Okay.
		correct?
16	A	That's what this says he's going to do.
17	Q	Okay. And the next e-mail in the chain is
18	again f	from Cristiano to you.
19		Do you see that?
20	A	Yes, I do.
21	Q	And there's no response from you here to
22	Cristia	no's e-mail; right?
23	A	Correct.
24	Q	Right.
25		So you did not respond to him and say,

Page 152
A I did not.
Q And are you aware, sir, that Arm has taken
the position in this case that Qualcomm must destroy
technology that Arm knew Qualcomm was working on as
early as March of 2021?
A I was not aware of that, no.
Q Okay. Now that you're aware, as an engineer,
what is your view about Arm's demand that Qualcomm
should destroy technology that Arm knew Qualcomm was
working on as early as March of 2021?
MR. LLEWELLYN: Objection; form.
THE WITNESS:
MS. DUNN: Q.
MR. LLEWELLYN: Objection; mischaracterizes
testimony.
THE WITNESS:



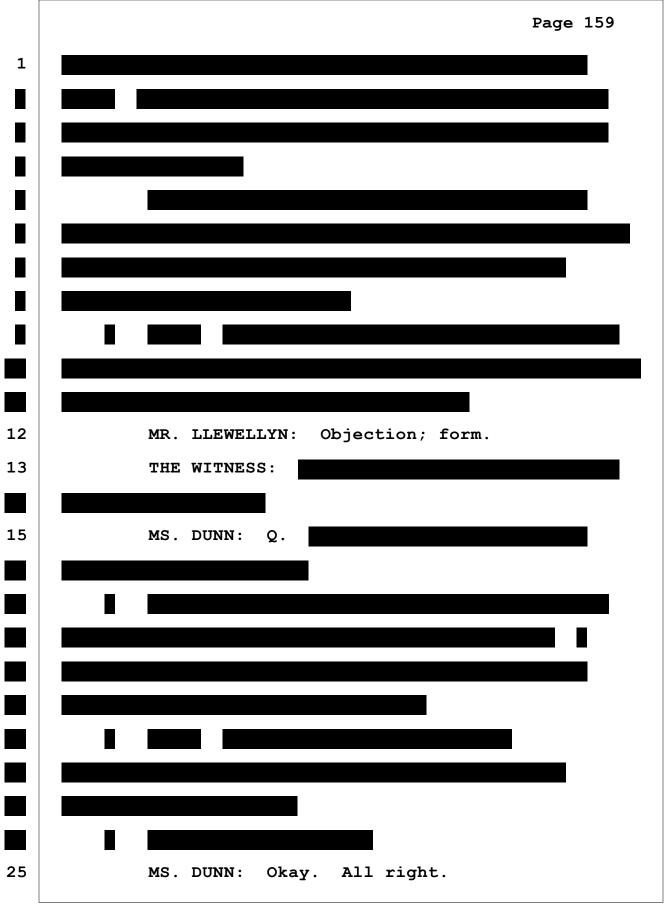
	Page 154
1	A
3	Q And you're aware, I assume, that
6	MR. LLEWELLYN: Objection; form.
7	THE WITNESS:
9	MS. DUNN: Okay.
10	Q
17	Q All right.
18	Continuing with this e-mail, you'll see that
19	after this e-mail exchange that we just discussed,
20	Mr. Amon writes you two more times over the course of
21	the next six weeks to
23	Do you see that?
24	A Two more times, yes.
25	Q Okay. If you look at the top of page 2,

	Page 155
1	it's on April 30th, Cristiano is raising a
2	different concern. He says that:
3	
6	Do you see that?
7	A Yes, I see that.
8	Q Okay. And if you look at your e-mail at the
9	bottom of page 1, you write to Rene Haas and Will
10	Abbey,
13	Do you see that?
14	A Yes.
15	Q Okay. So you're not on the top e-mails on
16	this chain. But you can see that after you write
17	to strike that.
18	So after you write to Mr. Haas and Mr. Abbey,
19	saying that
23	Do you see that?
24	A Where it says:
25	

			Page 156
1			
2		Q	Right.
3		A	Yes.
4		Q	You see that?
5		A	Yes.
6		Q	And that's on April 30th.
7			And then on May 1st, Mr. Haas writes only to
8	Mr.	Abbe	ey, dropping you from the chain, and says:
9			
13			Do you see that?
14		A	I see that.
15		Q	Okay. And then Mr. Abbey responds to
16	Mr.	Haas	s, saying:
17			
19			Do you see that?
20		A	I see that.
21		Q	Okay. Were you aware that
24			MR. LLEWELLYN: Objection to form.
25			THE WITNESS: Not that I remember.

		Page 157
1		MS. DUNN: Okay.
2	Q	Did Mr. Abbey or Mr. Haas ever deliver that
3	message	to you?
4	A	I can't remember.
5	Q	Okay. Did you have any understanding, even
6	looking	at this today, about
9	A	No. You'd have to ask Rene.
10	Q	Okay. And do you know why,
15		MR. LLEWELLYN: Objection; form.
16		THE WITNESS: Sorry. Can you read the first
17	part or	that question again.
18		MS. DUNN: Q. Do you know why,
23		MR. LLEWELLYN: Objection; form.
24		THE WITNESS: No, I don't.
25		MS. DUNN: Okay.
		_

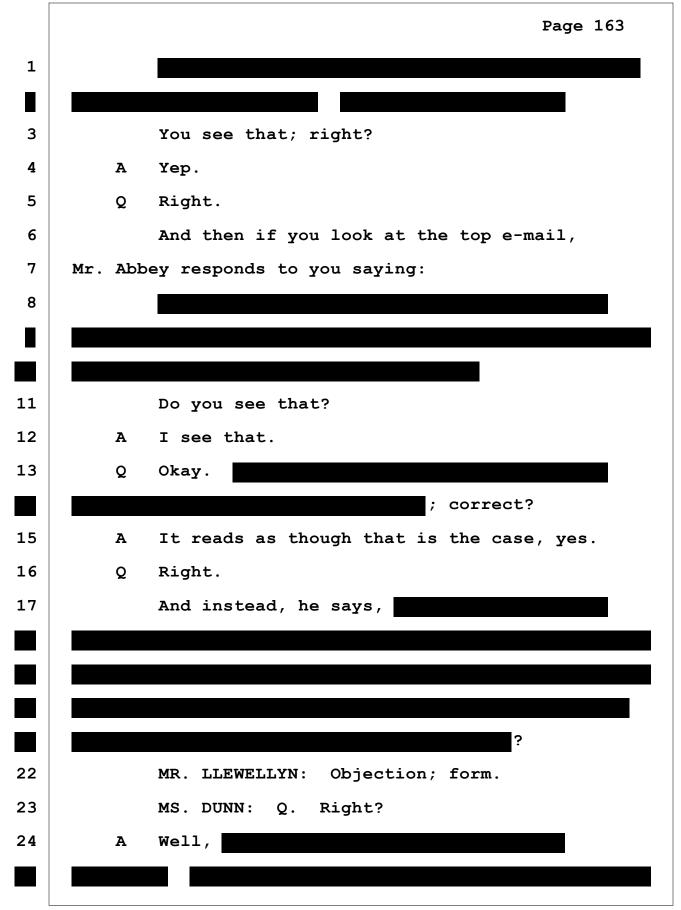
		Page 158
1	Q	And do you know why Mr. Haas says that
4	A	No, I don't.
5	Q	Okay. Do you think it's because
7		MR. LLEWELLYN: Objection; form.
8		THE WITNESS: I have no idea what Rene was
9	thinkin	g when he wrote that.
10		MS. DUNN: Okay.
11	Q	And did
13	A	I don't remember.
14	Q	You don't remember who
16	A	I know
19	Q	Okay.
20	A	
22	Q	
	_	

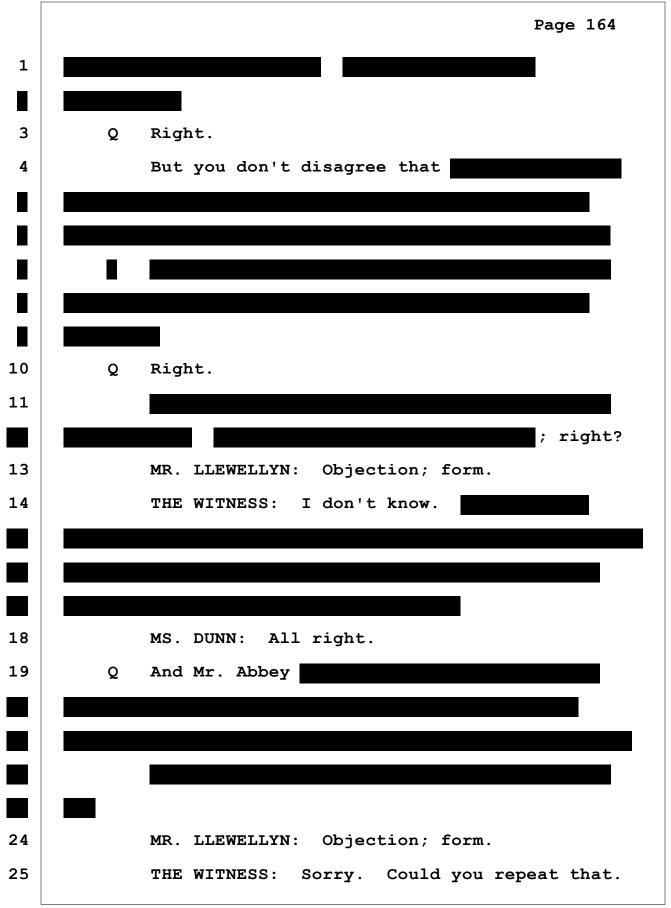


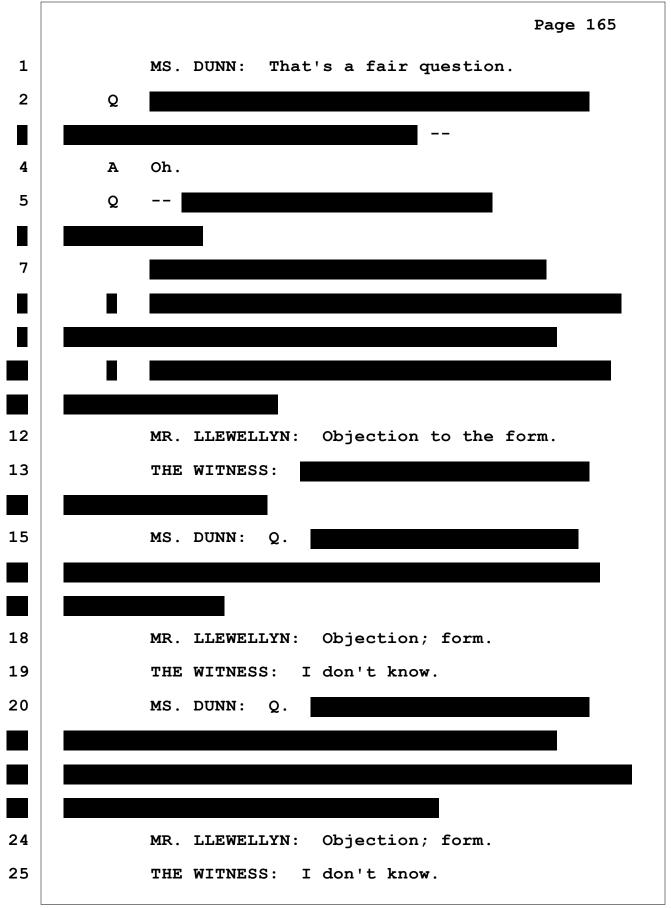
	Page 160
1	Let's show
2	MR. LLEWELLYN: Can we take a break? It's
3	been, like, an hour and ten minutes. Quickly.
4	MS. DUNN: That's fine with me.
5	Are you good?
6	THE WITNESS: Yep.
7	THE VIDEOGRAPHER: We are going off the
8	record. The time is 2:02 p.m.
9	(Recess taken.)
10	THE VIDEOGRAPHER: We are back on the record.
11	The time is 2:16 p.m.
12	MS. DUNN: Okay.
13	Q Sir, you testified a moment ago that in May,
14	you had
20	MR. LLEWELLYN: Objection; form.
21	THE WITNESS: I don't know.
22	MS. DUNN: Okay. All right.
23	Let's show the witness what's been previously
24	marked as Exhibit 27.
25	//

Page 161
(Document previously marked Exhibit 27
for identification.)
THE WITNESS: Thank you.
MS. DUNN: All right.
Q This is an e-mail chain from July 14th of
2021. Directing your attention to the bottom of the
second page, where you'll find an e-mail from you to
Cristiano dated July 14, 2021.
Are you there?
A I'm there, yes.
Q Okay. In the second paragraph of the e-mail,
Cristiano says:
Do you see that?
A Yes.
Q Okay. And then if you direct your attention
to the first page, you'll find an e-mail that you then
sent to Rene Haas, Paul Williamson, and Will Abbey.
And in the first sentence, you say:

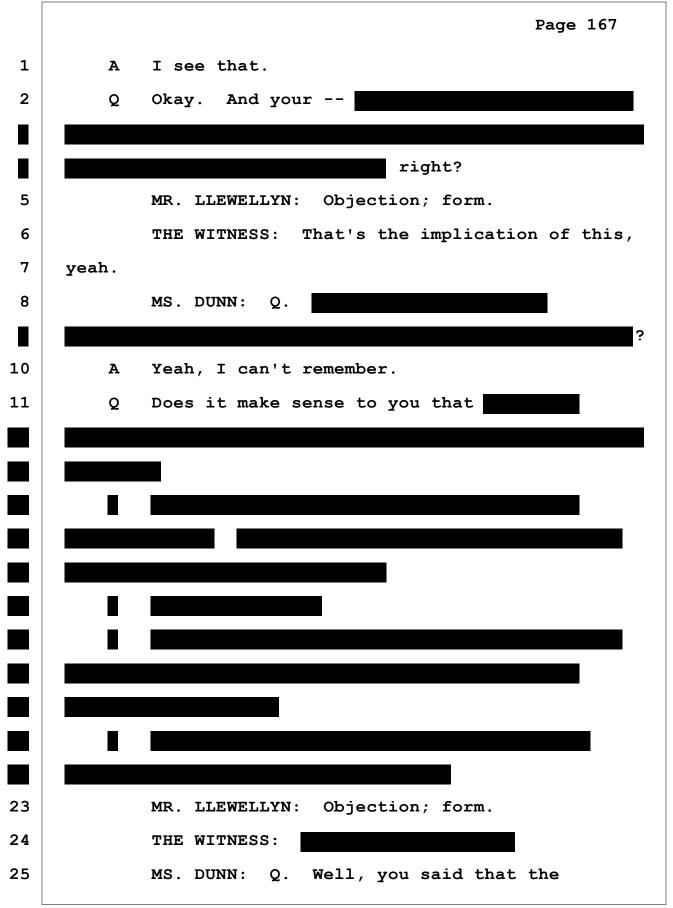
		Page 162
1		
3		Do you see that?
4	A	I do.
5	Q	Okay. And this is July of 2021. The e-mail
6	when	
		You recall that;
8	right?	
9	A	I think that was in April.
10	Q	Okay.
		;
13	correct	:?
14	A	It would appear so. I
17	Q	Right.
18		But we can agree that
		; correct?
21		MR. LLEWELLYN: Objection; form.
22		THE WITNESS: That is what Mr. Amon says,
23	yes.	
24		MS. DUNN: Right.
25	Q	And that's and then you say:

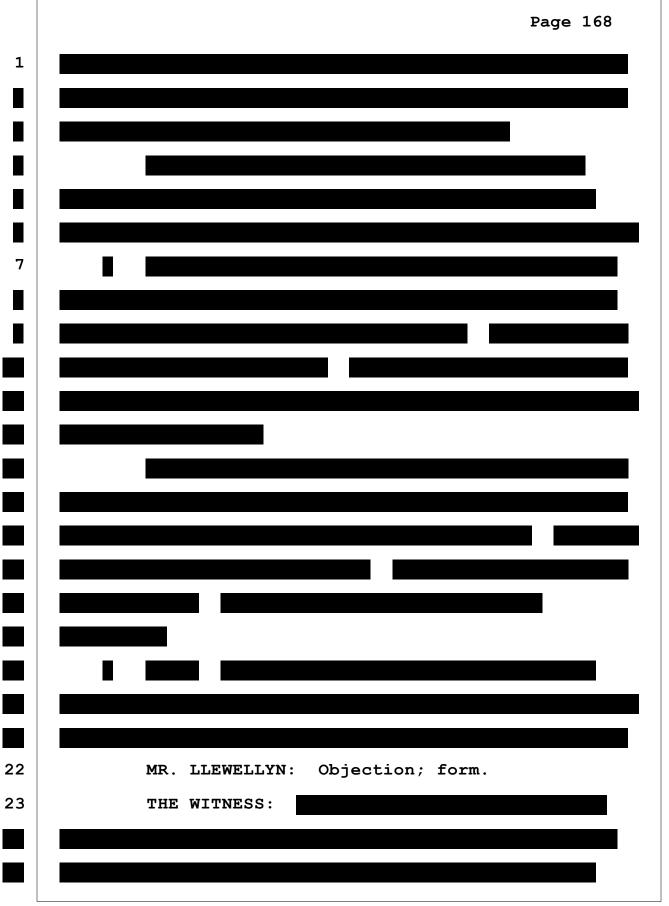


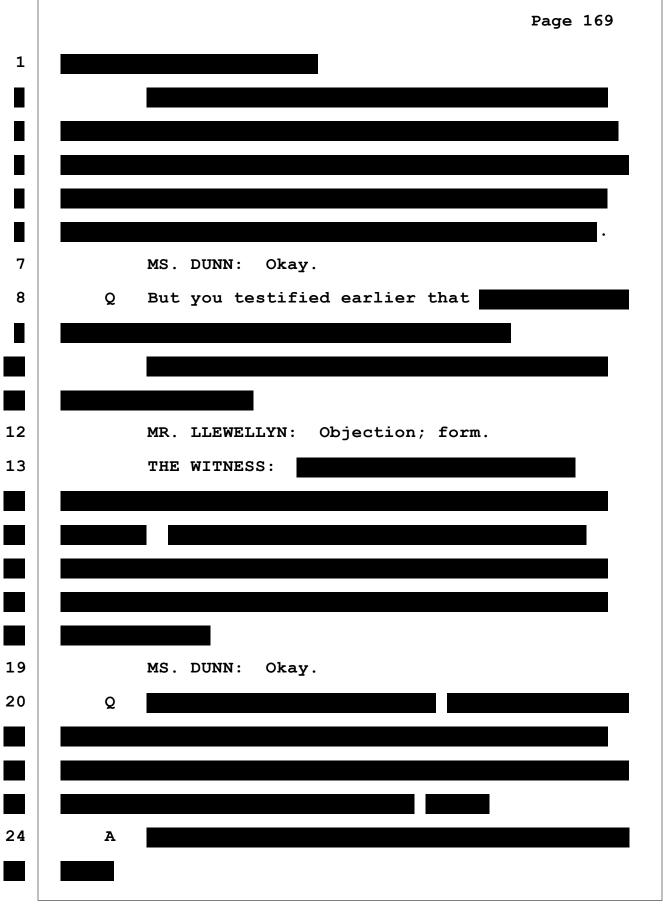


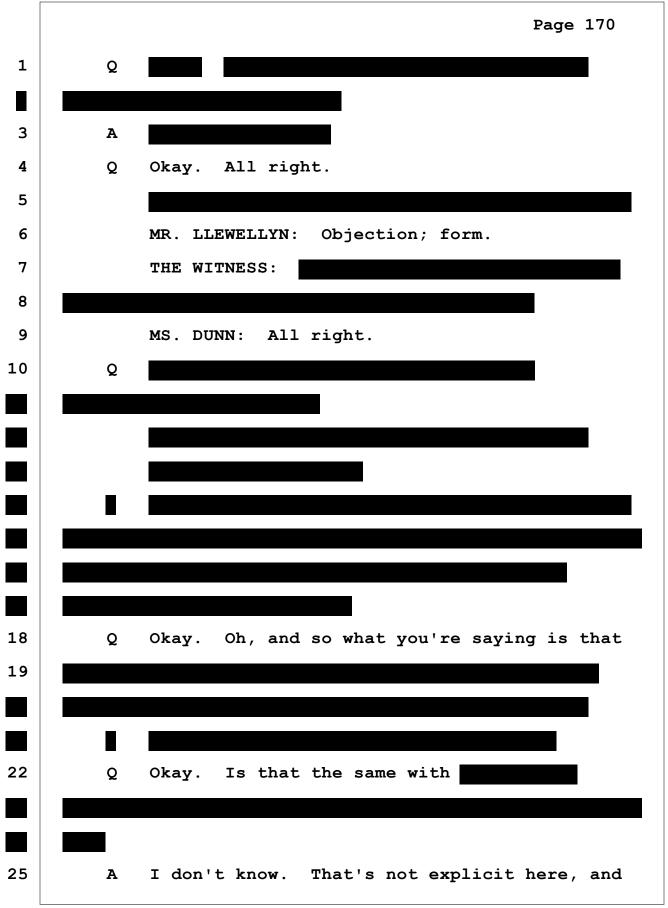


	Page 166
1	MS. DUNN: Q. Is it possible?
2	MR. LLEWELLYN: Objection; form.
3	THE WITNESS:
6	MS. DUNN: All right.
7	Q If you would look, sir, at the third page of
8	this document. There's an e-mail to you from you
9	to Mr. Amon dated June 29, 2021. And in this e-mail,
10	you
15	Do you see that?
16	A I see that.
17	Q Okay. And then below that,
25	Do you see that?









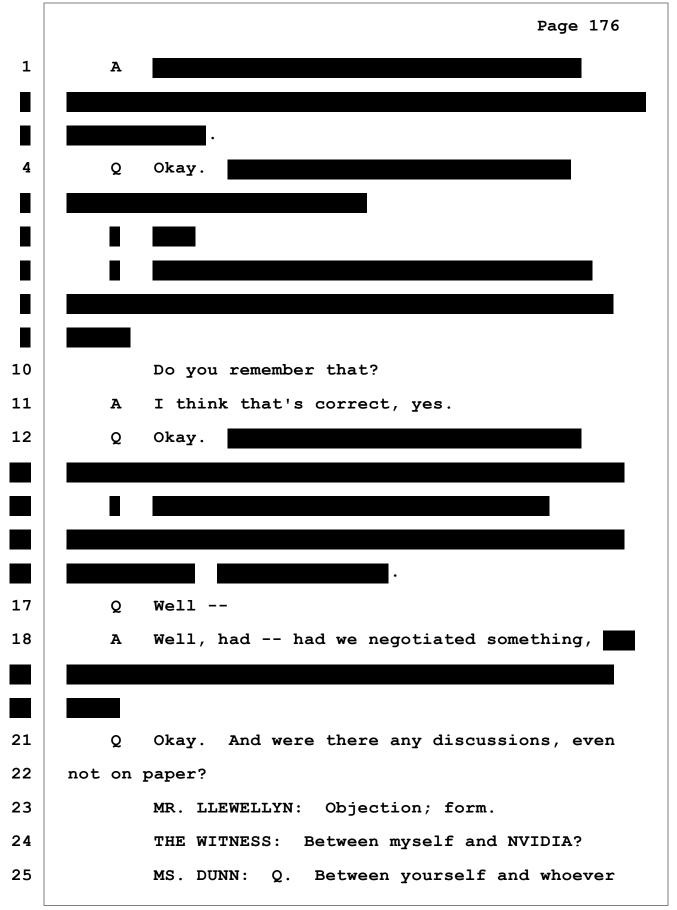
	Page 171
1	I can't remember what we were thinking about that at
2	the time.
3	Q Okay. And you're aware that
	; correct?
5	A Correct.
6	Q And do you recall what happened after
	?
8	A Well,
	·
2	Q Okay. Do you remember the first conversation
3	you had with anyone who is not a lawyer about Arm
4	suing Qualcomm?
.5	MR. LLEWELLYN: Objection; form.
6	THE WITNESS: I don't remember. "No" is the
.7	answer to that question.
.8	MS. DUNN: Okay.
.9	Q
1	MR. LLEWELLYN: Objection; form.
22	THE WITNESS:
25	MS. DUNN: Okay.

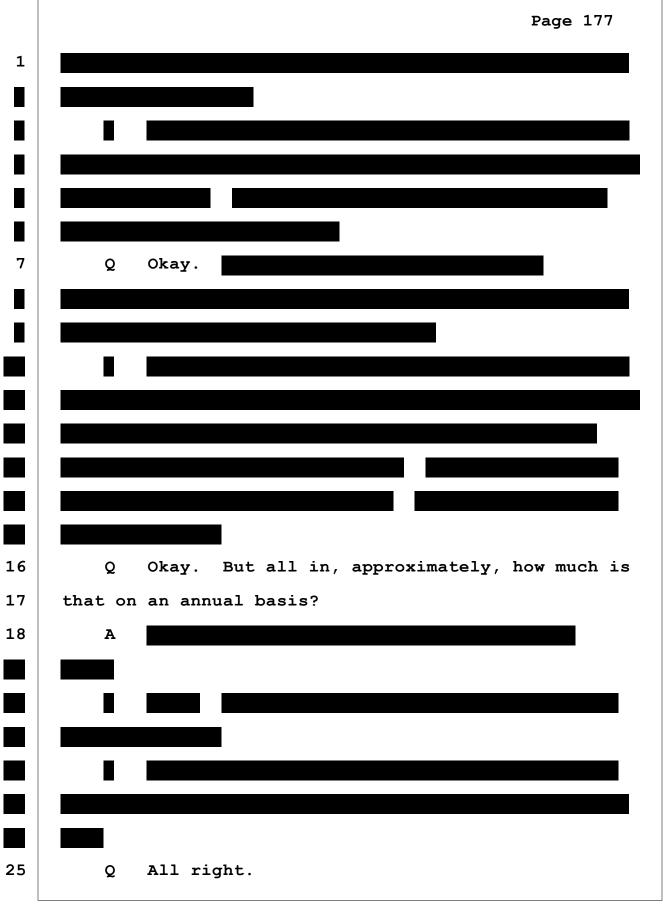
		Page 172
1	Q	But you do recall that
		right?
3		MR. LLEWELLYN: Objection; form.
4		THE WITNESS: I don't remember.
5		MS. DUNN: Okay.
6	Q	Do you think that
8		MR. LLEWELLYN: Objection; form.
9		THE WITNESS: I think I mentioned earlier
10	that	
14		MS. DUNN: Okay.
15	Q	But it's
16	A	so yes.
17	Q	it's your testimony that
		•
22	Q	Okay. All right.
23		If we discussed earlier in your testimony
24	that yo	u have a separation agreement with Arm. If you
25	needed	to check whether your conduct was consistent

	Page 173
1	with your separation agreement, how would you access
2	it?
3	A I'd look at the copy that I have.
4	Q And where is that copy?
5	A It's at my house.
6	Q Okay. Easily findable?
7	A I don't think it would take me too long.
8	Q Okay. Do you have an electronic version?
9	A Yes, I think so.
10	Q Okay. And how would you access an electronic
11	version?
12	A I'd look at my computer that's also at my
13	house.
14	Q Okay. Could you find it on your phone?
15	A I can't access my house network through my
16	phone.
17	Q Okay. So you're saying that this agreement
18	is not accessible to you through your phone?
19	A I don't think so, no.
20	Q Okay. Do you have a lawyer that has a copy
21	of this agreement?
22	A I had a lawyer to advise me on the
23	negotiation of the agreement. I don't know whether
24	they kept a copy. I doubt that they did. I don't
25	know, actually. I don't know whether they have.

	Page 174
1	Q Okay. Do you remember the name of your
2	lawyer?
3	A No. Embarrassingly, no.
4	Q But you could look that up, presumably?
5	A Yeah, yeah. Yeah.
6	Q Yeah.
7	And is your lawyer located in California?
8	A I had a lawyer who was in California and
9	but the person that led the work was based in London.
10	Q Okay. But they're part of a
11	A It's an international law firm who you would
12	instantly recognize.
13	Q Okay. That's okay. At the break, we'll give
14	you some time
15	A Okay.
16	Q to think of the lawyer's name and the
17	firm's name.
18	But it seems like this could be pretty easily
19	accessed; right?
20	A Yeah, if I was at home, I don't think it
21	would take me very long to find it.
22	Q Right. Okay.
23	What is NVIDIA?
24	A NVIDIA is a large technology company based in
25	Silicon Valley.

		Page 175
1	Q	Okay. And you recall that
		; correct?
4	A	Yes.
5	Q	Okay.
7		Do you recall that?
8	A	I don't understand what you mean by that.
9	Q	Okay. Strike that.
10		
		; correct?
12	A	That kind of figure, yes.
13	Q	Okay. And you also recall that Qualcomm
14	spoke o	out against the NVIDIA acquisition; correct?
15		MR. LLEWELLYN: Objection; form.
16		THE WITNESS: It is my understanding that
17	Qualcom	nm were opposed to the transaction, yes.
18		MS. DUNN: Q. What did you understand to be
19		
21		MR. LLEWELLYN: Objection; form.
22		THE WITNESS: ?
23		Not sure.
24		MS. DUNN: Okay.
25	Q	What was your reaction?





		Page 178
1		And focusing again then on the NVIDIA
2	transac	tion, did
3	A	Sorry. Can I clarify one thing?
4		
9	Q	Right.
10		But
11	A	
13	Q	But we would need your agreement to know
14	that; r	right?
15	A	Yeah, yeah.
16	Q	Your very easily accessible separation
17	agreeme	ent?
18	A	If I was at my house, yes, that would.
19	Q	Right.
20		But that your lawyer has, probably?
21	A	Maybe.
22	Q	Maybe?
23	A	I wasn't there when you all did the document
24	discove	ery.
25	Q	Well, certainly, Arm is a party to the

		Page 179	
1	separat	ion agreement; right?	
2	A	Absolutely.	
3	Q	Right.	
4		They might have it?	
5	A	I would be very surprised if they didn't have	
6	a copy.		
7	Q	I would, too. Okay.	
8		Focusing again on the NVIDIA acquisition, did	
9	other pe	eople at Arm also stand to benefit from the	
10	transac	tion?	
11		MR. LLEWELLYN: Objection; form.	
12		THE WITNESS: Well, as you said earlier,	
13			
16		MS. DUNN: Okay.	
17	Q		

	Page 180
1	
2	Q Okay. And is was there any understanding
3	of
10	Q And what was that?
11	A I actually never saw any of the those
12	agreements, so I I don't know.
13	Q So there was some sense from NVIDIA about
17	MR. LLEWELLYN: Objection; form.
18	THE WITNESS: Yeah, as I said, I never saw
19	those agreements, and I can't remember any of the
20	numbers that I heard.
21	MS. DUNN: Q.
24	A No, I don't.
25	Q Okay. Do you know how many employees at Arm

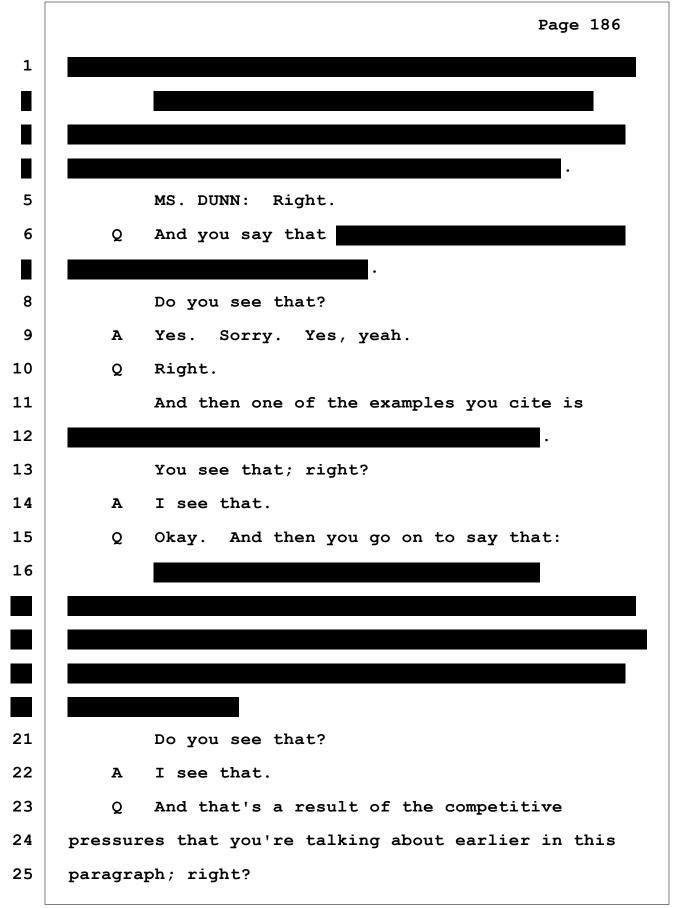
	Page 181
A No, I don't.	
Q Okay. Would	it have been everybody?
A	
Q Okay. All ric	ght.
You were the O	CEO when SoftBank and NVIDIA
agreed to this deal;	right?
A Yes.	
Q All right.	
What was your	role in negotiating the NVIDIA
deal?	
A	
Q Okay.	
MR. LLEWELLYN	: Objection; form.
THE WITNESS:	

	Page 182
1	
8	MS. DUNN: Okay.
9	Q And you're aware that NVIDIA's acquisition of
10	Arm was reviewed by multiple competition regulators
11	around the world; right?
12	A Yes.
13	Q Okay. And you're also aware that Arm made
14	multiple submissions to these regulators advocating
15	for the acquisition?
16	A Yes.
17	Q And I assume you would say that Arm is
18	truthful in its submissions to regulators; right?
19	A Absolutely.
20	MS. DUNN: Okay. All right.
21	Let's show the witness what is marked as
22	MS. MORGAN: 112.
23	MS. DUNN: 112.
24	(Document marked Exhibit 112
25	for identification.)
l	

	Page 183
1	MS. DUNN: Okay. So this is a letter from
2	you to somebody named Rhys Bowen at the Department For
3	Digital, Culture, Media and Sport in the UK. It's
4	dated July 26th. And this department is within the
5	Competition and Markets Authority, which is also
6	called the CMA, which is the antitrust regulator in
7	the UK. The subject of the letter is:
8	"NVIDIA/Arm."
9	Q Do you see that?
10	A I see that. I actually, DCMS, as it's
11	known, I don't believe is within CMA. I think the CMA
12	is an independent regulator.
13	Q Okay. And the DCMA is
14	A DCMS.
15	Q Sorry.
16	A It's CMA, DCMS.
17	Q Sorry. All of the acronyms.
18	But the DCMS is was considering the
19	acquisition; correct?
20	A Yes.
21	Q Okay. And the DCMS is a UK regulator;
22	correct?
23	A The I believe the CMA is a regulator.
24	DCMS is a government department.
25	Q Okay.

	Page 184
1	A Don't think it's a regulator.
2	Q Great. All right.
3	But for the record, so DCMS is a governmental
4	agency within the UK; right?
5	A That's a I think a reasonable I mean,
6	yeah, my knowledge of precisely how the UK government
7	works, you're testing. But it's a government
8	department like the Treasury or the Home Office or
9	something like that.
10	Q Well, I hope your knowledge of the UK
11	government is better than mine. All right.
12	If you'd direct your attention to page 2 of
13	this document. It's this is your letter. Your
14	signature is at the bottom. And so in the second full
15	paragraph on page 2, you write:
16	
20	Do you see that?
21	A I see that.
22	Q And I think you said before,
	right?
25	A Uh-huh.

		Page 185
1	Q	
		; correct?
3	A	, yes.
4	Q	Right.
5		And you're saying in this first in this
6	first	sentence that I read to you that
		; right?
10	A	Uh-huh.
11	Q	Okay. And you go on in this after that
12	senten	ace to
		•
14		Do you see that?
15	A	I see that.
16	Q	And your view at this time was that
17		
		; correct?
19		MR. LLEWELLYN: Objection; form.
20		THE WITNESS:



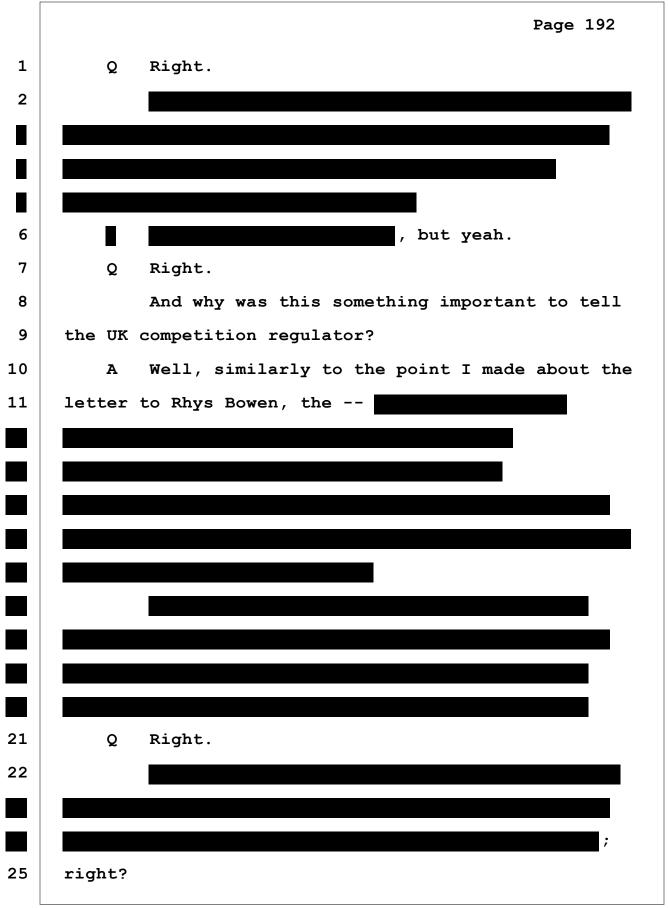
	Page 187
1	A Competitive pressures generally, including
2	that, yeah.
3	Q Right.
4	And you say only NVIDIA can provide the
5	necessary technical and financial resources. That
6	sounds pretty dire; right?
7	MR. LLEWELLYN: Objection to form.
8	THE WITNESS: I think I said earlier, my view
9	then was that
13	MS. DUNN: Right.
14	Q
	; right?
16	A Yes.
17	Q Right.
18	And that's why you're writing this letter
19	that says that's trying to persuade the recipient
20	of the letter to support the acquisition; correct?
21	A Yeah, I'm using this letter to clarify to
22	Mr. Bowen Arm's position on why we felt that the
23	NVIDIA transaction was the best thing for the company.
24	Q Okay. All right.
25	

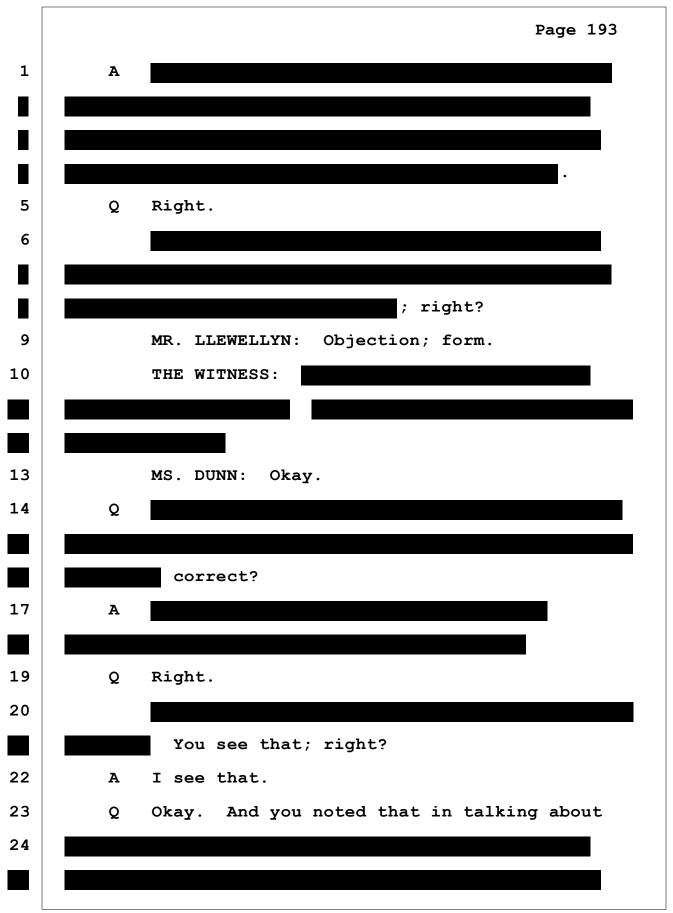
	Page 188
1	CMA, which we discussed earlier, Competition and
2	Markets Authority, issued a decision that it would
3	engage in a second review of the Arm-NVIDIA
4	transaction; right?
5	A I I yes.
6	Q And what's a second review?
7	A It's a step taken by many regulators if they
8	decide that they want to spend more time reviewing a
9	transaction.
10	Q Right.
11	Not good news, usually?
12	A Well, not getting a second review is
13	certainly better news.
14	Q Yeah.
15	A But it is not uncommon for second reviews to
16	happen, because I think generally the way the
17	processes work, the first review is quite short. If
18	they feel they need more time, they do a second
19	review. It happens routinely on transactions.
20	MS. DUNN: All right.
21	Let's show the witness an exhibit marked 113.
22	(Document marked Exhibit 113
23	for identification.)
24	MS. DUNN: All right.
25	Q This is a submission by Arm to the CMA, the

	Page 189
1	UK competition authority, dated dated December 20,
2	2021, and it's in response to the decision that the
3	CMA had previously issued.
4	If you'll look at page 2 of the exhibit.
5	It's the first page of the submission. Do you see
6	where it says:
7	
9	A Yes.
10	Q Okay. And then if you look at the second
11	paragraph under that heading, it says:
12	
14	Do you see that?
15	A I see that.
16	Q And then at the end of that paragraph, it
17	says:
18	
20	Do you see that?
21	A I see that.
22	Q Okay. And then in the following paragraph,
23	it lays out
	•

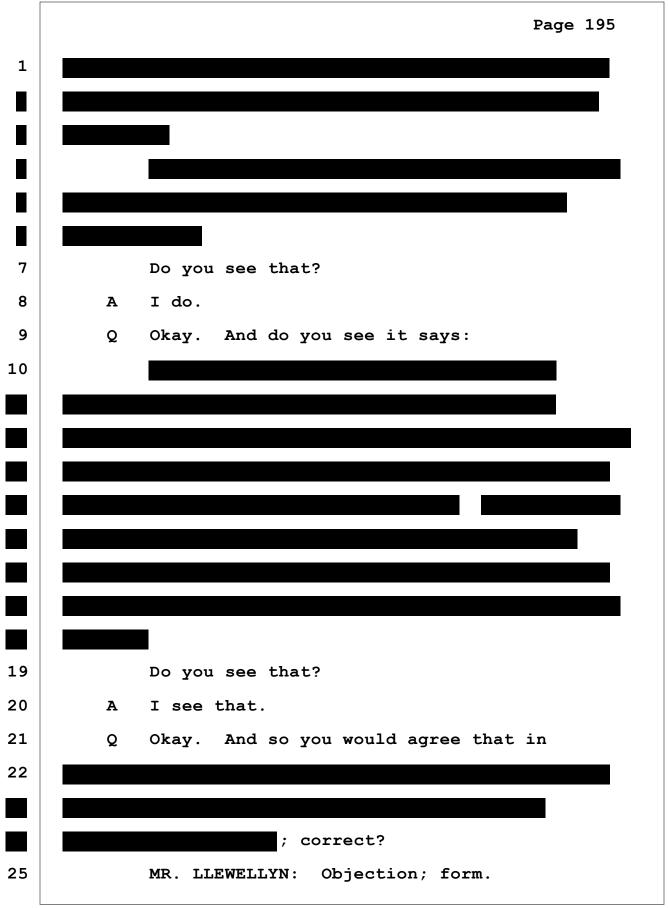
		Page 190
1	A	Yes.
2	Q	Okay. All right.
3		And then if you look towards the bottom,
4	there's	a quote from you in italics.
5		Do you see that?
6	A	Yes.
7	Q	And your quote says that
12		That's what you said?
13	A	That's what I said.
14	Q	Okay. And that was the the alternative to
15	the NVII	OIA acquisition; right?
16	A	Yes.
17	Q	All right.
18		If you'll direct your attention then to
19	page 6.	It's the Bates number ending '8662. And if
20	you look	k at the heading in bold at the top of the
21	page, it	t says:
22		
25		Do you see that?

		Page 191	L
1	A	I see that.	
2	Q	Okay. And when it says	
		right?	
5	A		
6	Q	Right. Okay. All right.	
7		And then in the first paragraph of this	
8	section	, Arm states:	
9			
13		Do you see that?	
14	A	I see that.	
15	Q	Okay.	
17		Do you see that?	
18	A	In the previous sentence.	
19	Q	Right. Right.	
20		And so what this submission to the UK	
21	competi	tion authority is saying is that	
		right?	
25	A	That's what it says.	



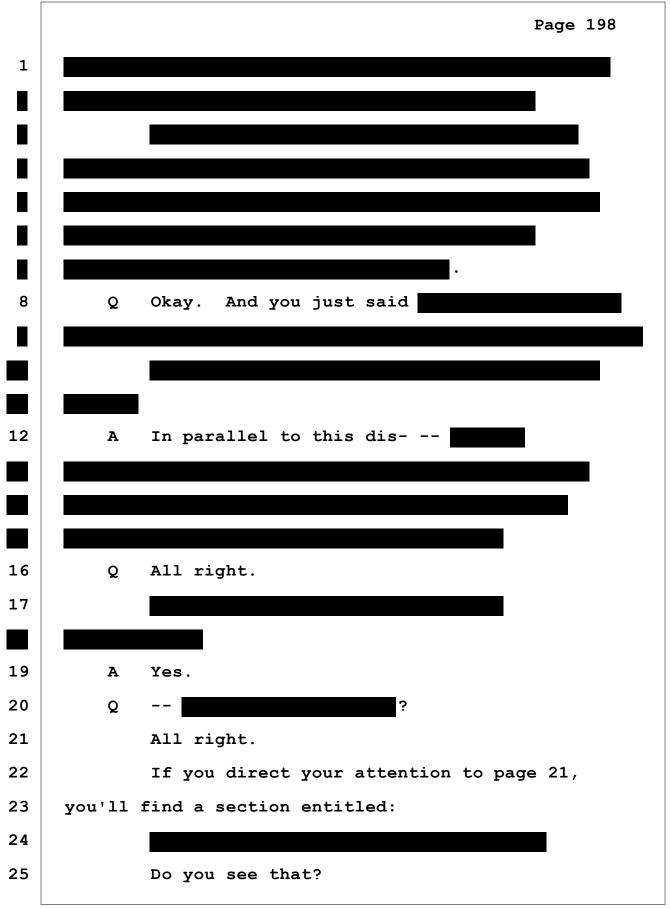


	Page 194
1	
4	What does proprietary mean?
5	MR. LLEWELLYN: Objection; form.
6	THE WITNESS: Something that is unique to
7	them.
8	MS. DUNN: Right.
9	Q Something that they own; right?
10	MR. LLEWELLYN: Objection; form.
11	THE WITNESS: Something that they created.
12	In this case, it's created using intellectual property
13	that was licensed from somebody else.
14	MS. DUNN: Okay.
15	Q But what does the word "proprietary" mean?
16	MR. LLEWELLYN: Objection; asked and
17	answered.
18	THE WITNESS: Proprietary
24	MS. DUNN: Okay.
25	Q So you testified just a second ago that you

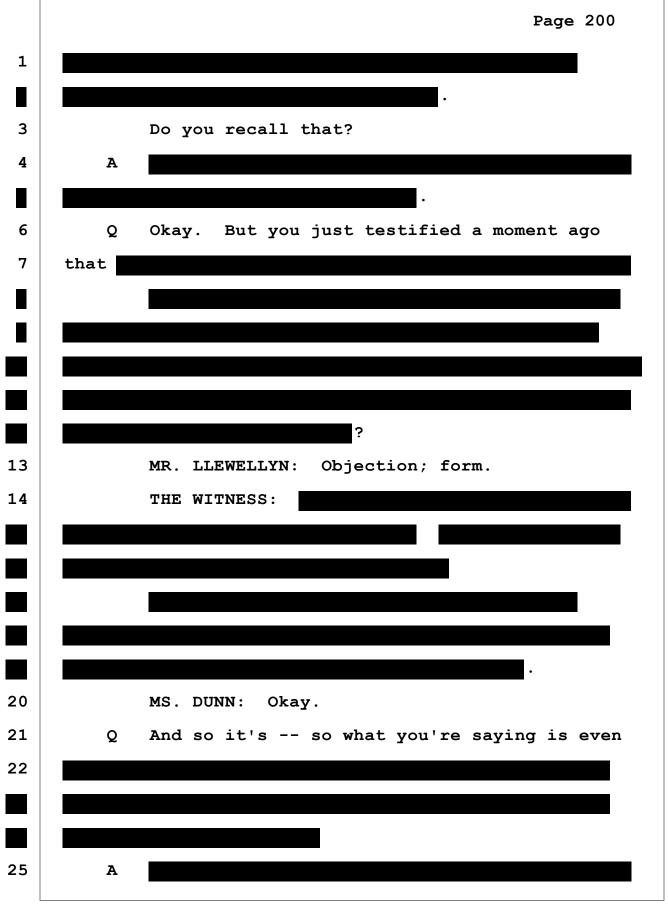


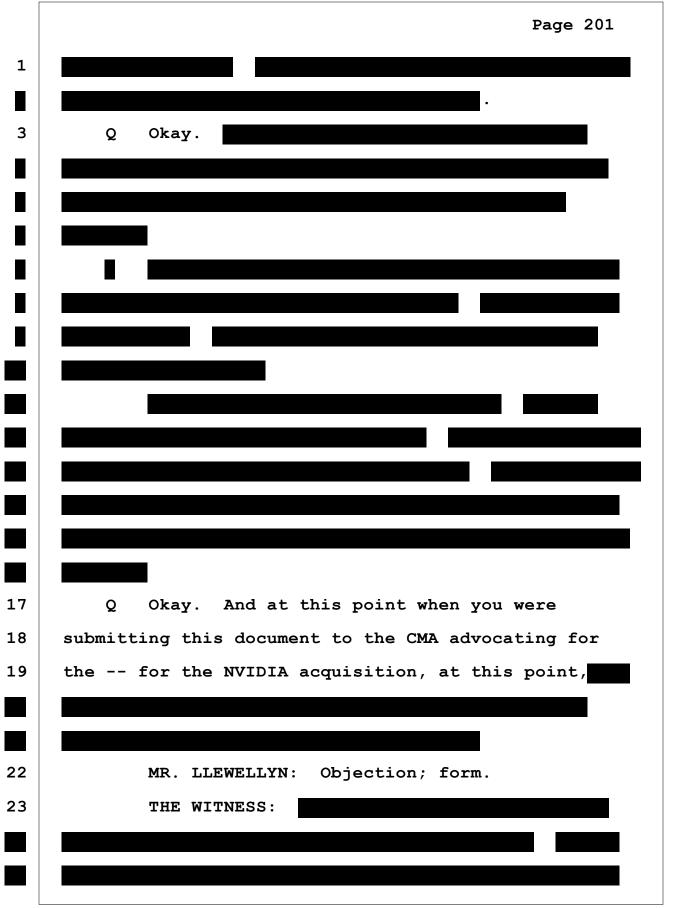
	Page 196
1	THE WITNESS: It's there in black and white
2	on the paper.
3	MS. DUNN: Yeah.
4	Q
	; correct?
6	MR. LLEWELLYN: Objection to form.
7	THE WITNESS: That's what it says.
8	MS. DUNN: Okay. All right.
9	Q If you'll look at the first full paragraph on
10	page 15. And actually, if you look at the prior page,
11	just for the heading of this section, it says:
12	
14	Do you see that?
15	A Yes.
16	Q Okay. All right.
17	So if you look at the first full paragraph on
18	page 15, Arm states in its submission quote:
19	
25	Do you see that?

		Page 197
1	A	I see that.
2	Q	Okay.
7		Do you see that?
8	A	I see that.
9	Q	Okay.
11		Do you see that?
12	A	Yes.
13	Q	Okay. And this submission is dated
14	Decembe	r 20, 2021. And at that time in December of
15	2021, A	rm is telling the UK competition authority that
16		
		; is that correct?
19		MR. LLEWELLYN: Objection; form.
20		THE WITNESS: That's what it says.
21		MS. DUNN: All right.
22	Q	
		; right?
25	A	As I remember it,

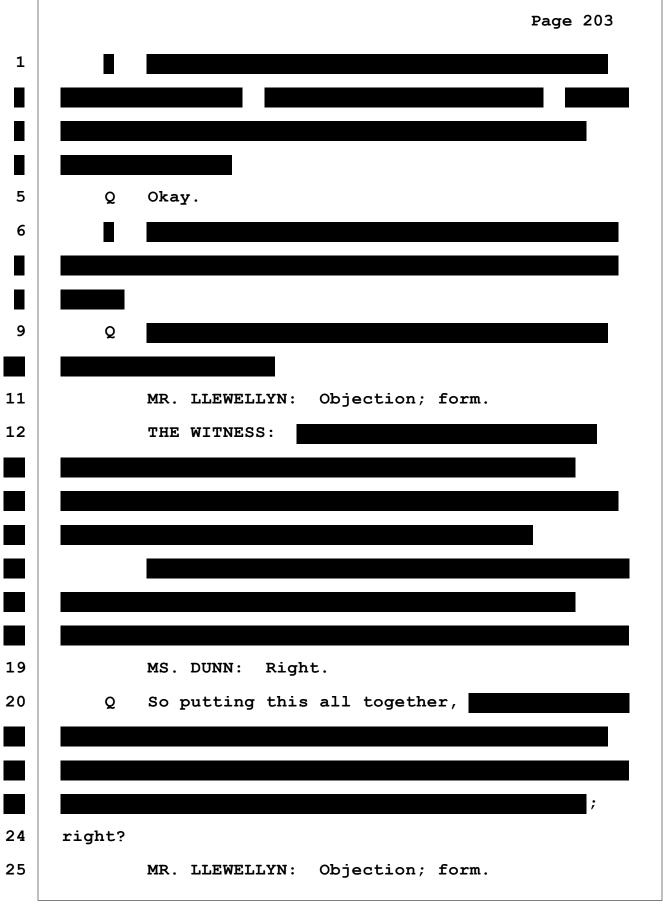


	Page 199
1	A I see that.
2	Q Okay. And the second paragraph under that
3	heading, the one that begins with
5	Do you see that?
6	A I see that.
7	Q Okay. It says:
8	
11	Do you see that?
12	A I see that.
13	Q Okay.
	; correct?
17	MR. LLEWELLYN: Objection; form.
18	THE WITNESS: That's what that does, yes.
19	MS. DUNN: Right.
20	Q And the date on this submission is
21	December 20 of 2021; correct?
22	A Yes.
23	Q Okay. I think you testified earlier that by
24	mid-January of 2022 well, actually, strike that.
25	You testified earlier that it was sometime in



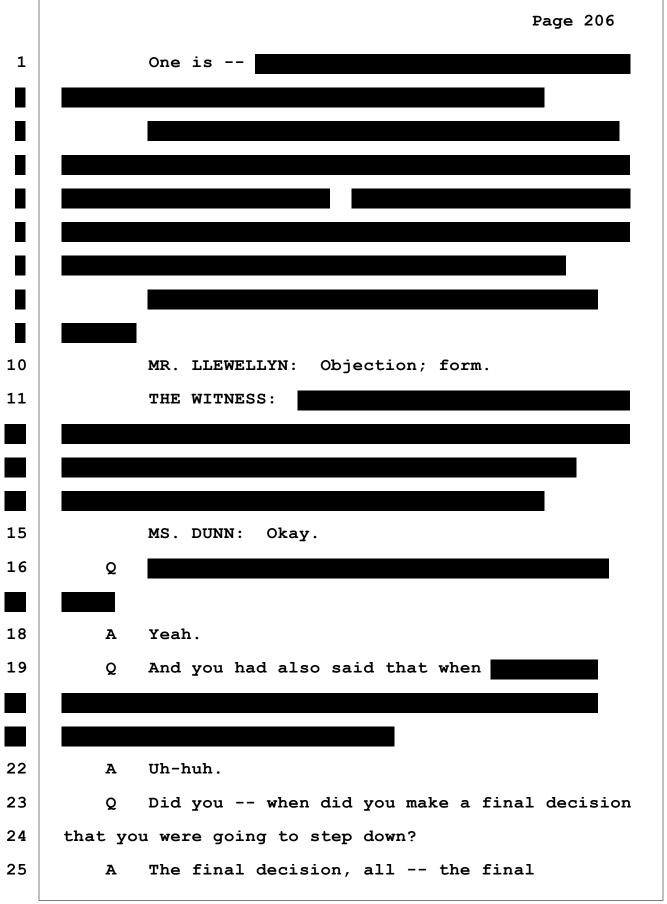


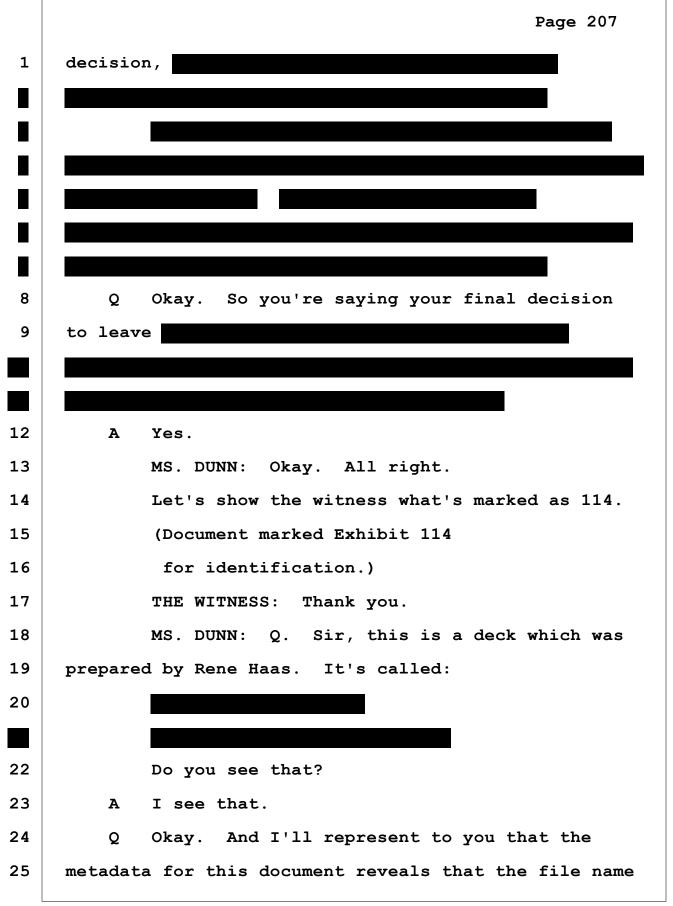
	Page 202
1	
5	MS. DUNN: Right.
6	Q My question is what you believed at the time
7	that you were making this submission to the regulators
8	in December 20th of 2021.
9	And at this time,
11	MR. LLEWELLYN: Objection; form.
12	THE WITNESS:
20	MS. DUNN: Right.
21	Q And it was your testimony that



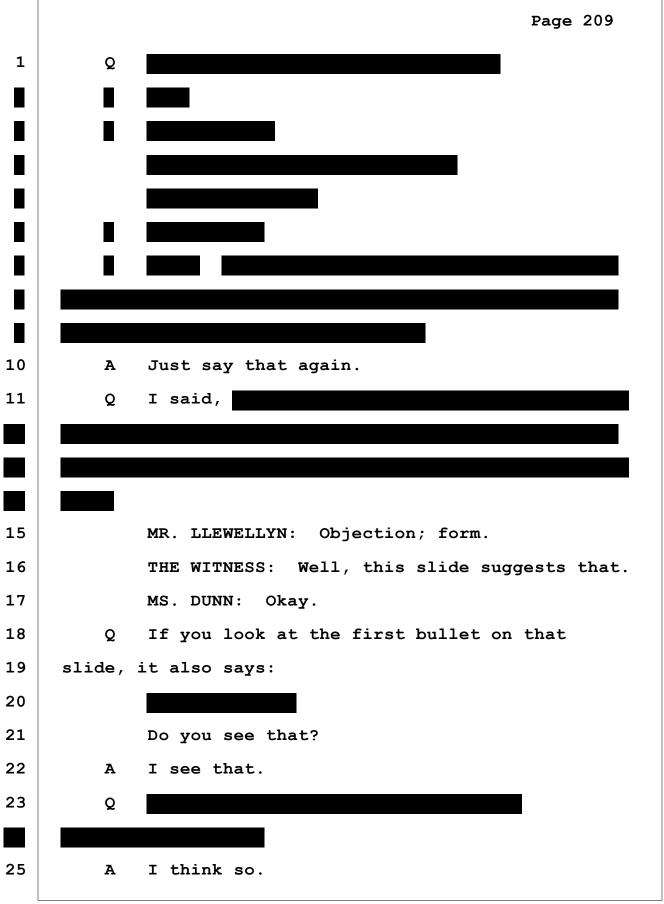
	Page 204
1	THE WITNESS:
15	MR. LLEWELLYN: Can we take a quick break?
16	It's been a while.
17	MS. DUNN: Of course.
18	MR. LLEWELLYN: I mean, this this can
19	really be five minutes.
20	MS. DUNN: That's fine.
21	THE VIDEOGRAPHER: We are going off the
22	record. The time is 3:16 p.m.
23	(Recess taken.)
24	THE VIDEOGRAPHER: We are back on the record.
25	The time is 3:33 p.m.

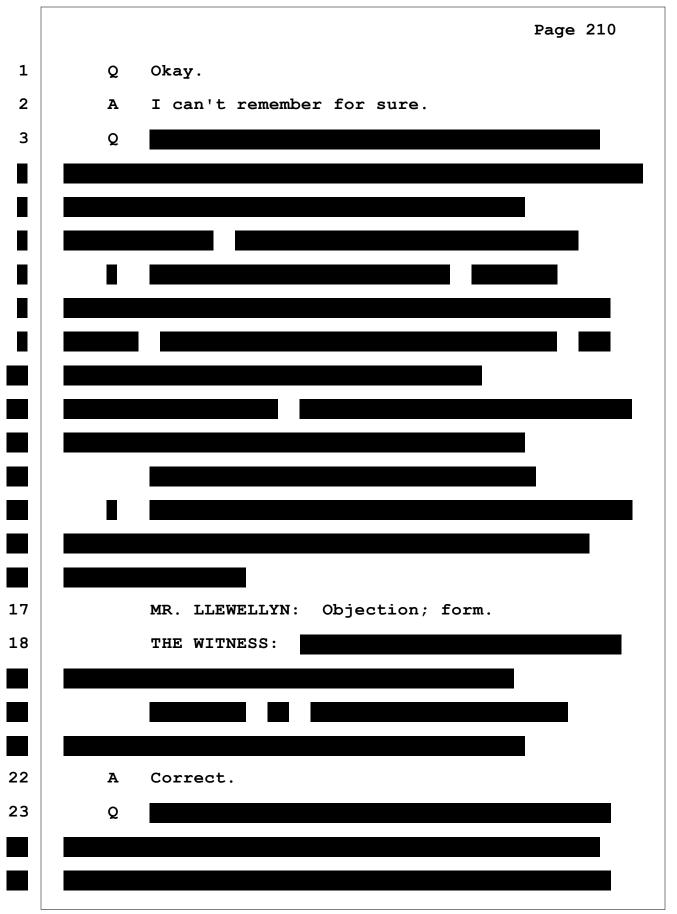
	Page 205
1	MR. LLEWELLYN: Can we go off the record for
2	one second?
3	By the way, what I would propose can we go
4	off the record?
5	MS. DUNN: Just kidding. On the record. Off
6	the record.
7	THE VIDEOGRAPHER: We are going off the
8	record. The time is 3:33 p.m.
9	(Discussion off the record.)
10	THE VIDEOGRAPHER: We are back on the record.
11	The time is 3:36 p.m.
12	MS. DUNN: Welcome back.
13	Q You testified just a moment ago that
18	Do you remember that just a second ago?
19	A
22	Q Okay.
23	MS. DUNN: I don't think we have those, so
24	we'd request that those be produced. Okay.
25	Q So I'm trying to nail down two things.

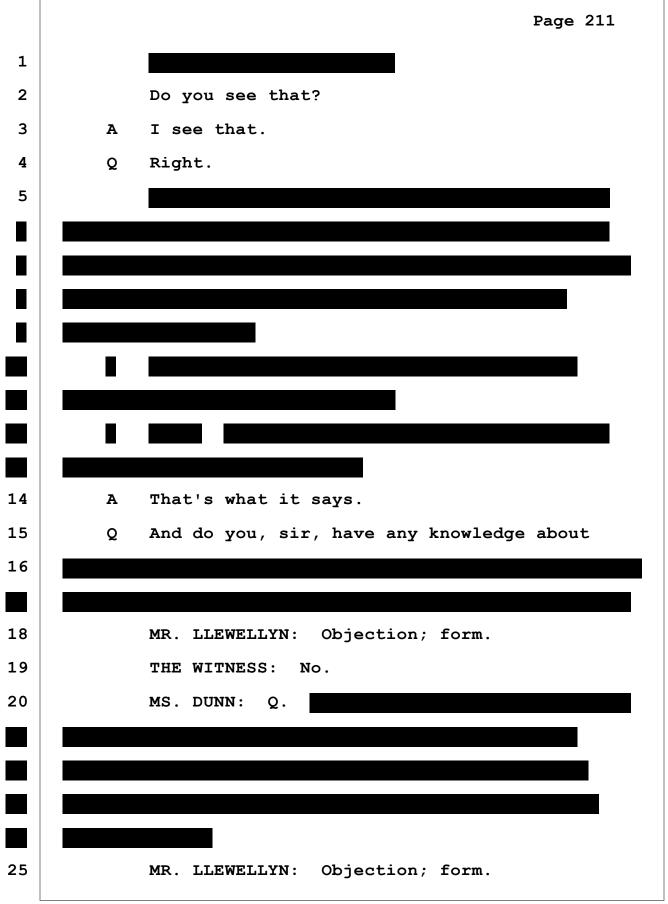


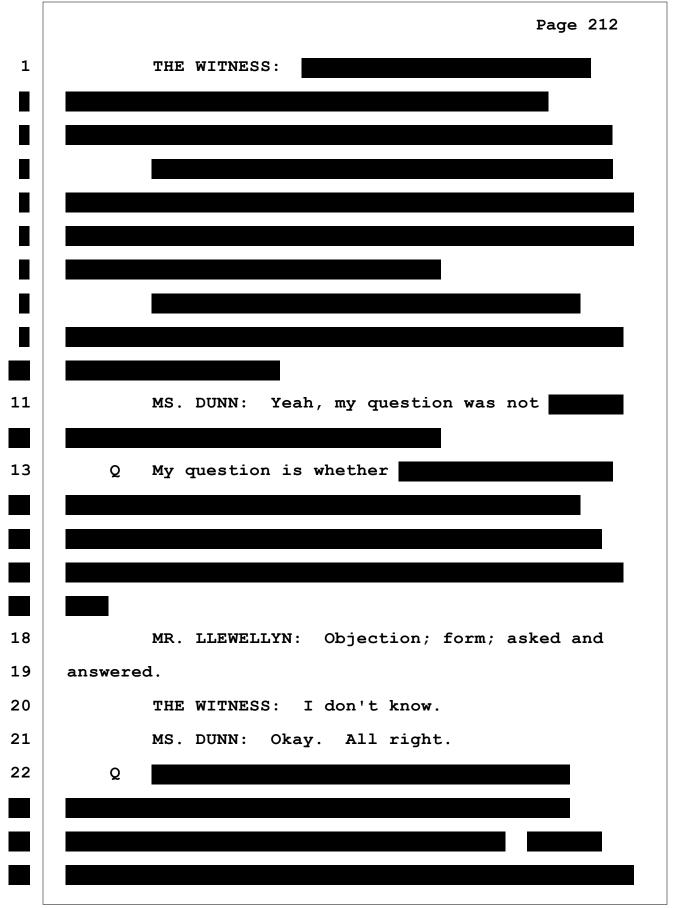


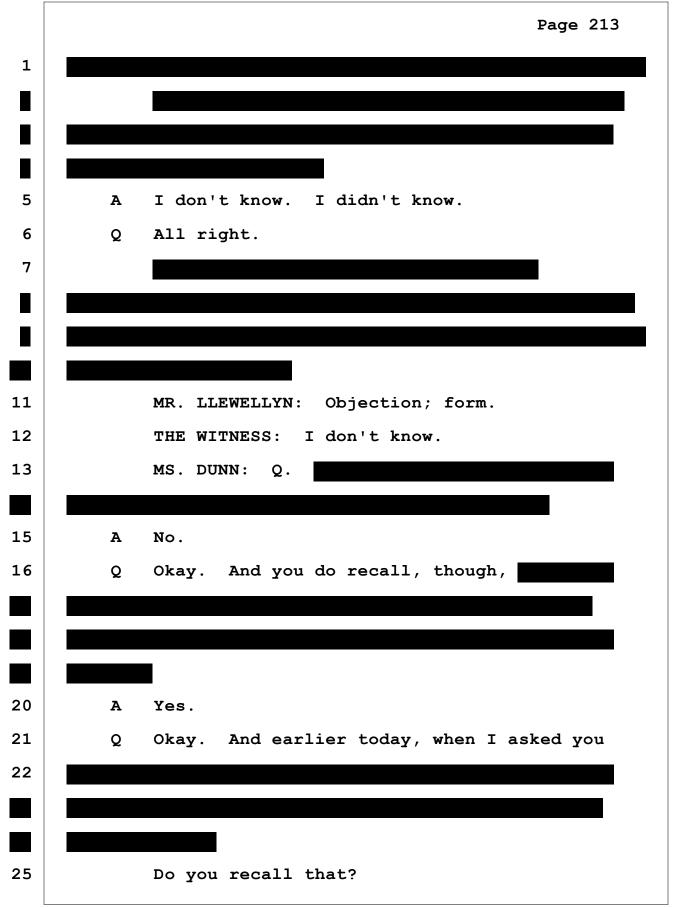
	Page 208
1	is
	; okay?
4	A Okay.
5	Q Now, you just testified that your final
6	decision to leave the company
9	If you'll turn to Bates No. '0489 of this
10	document. I'm sorry. That's the title.
11	If you'll turn to '05
12	MR. LLEWELLYN: '98?
13	MS. DUNN: Sorry. Bates No. '0500. All
14	right.
15	Q
19	Do you see that?
20	A I see that.
21	Q Okay. And if you look at the third bullet
22	here, it says:
23	
24	Do you see that?
25	A I see that.

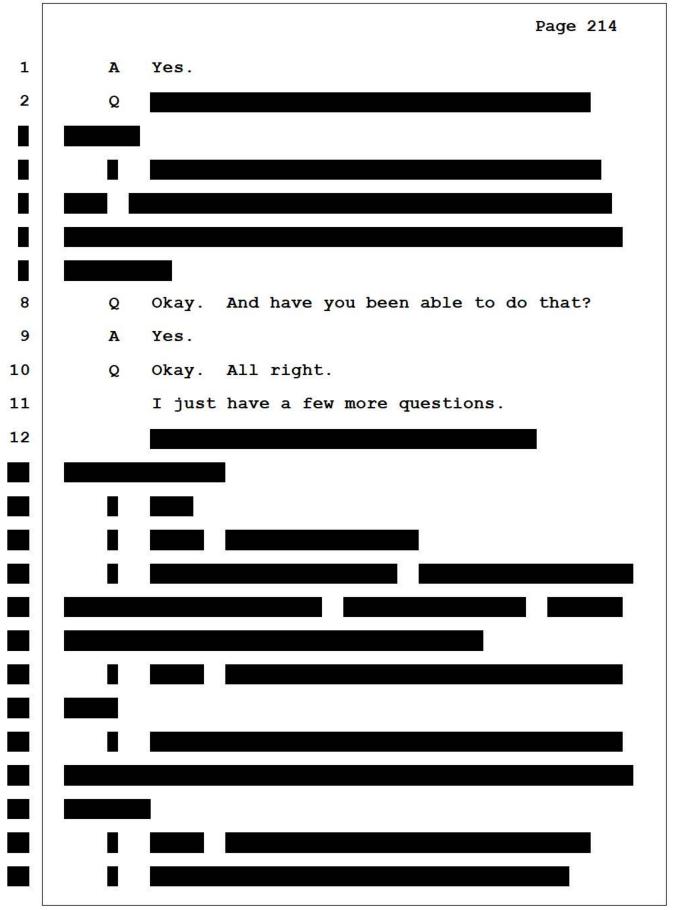






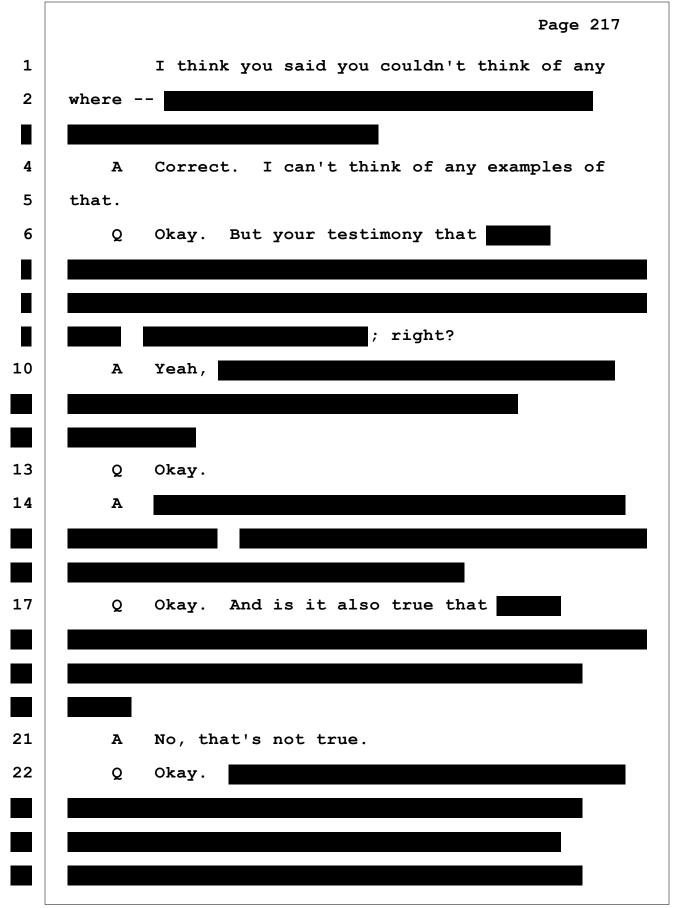


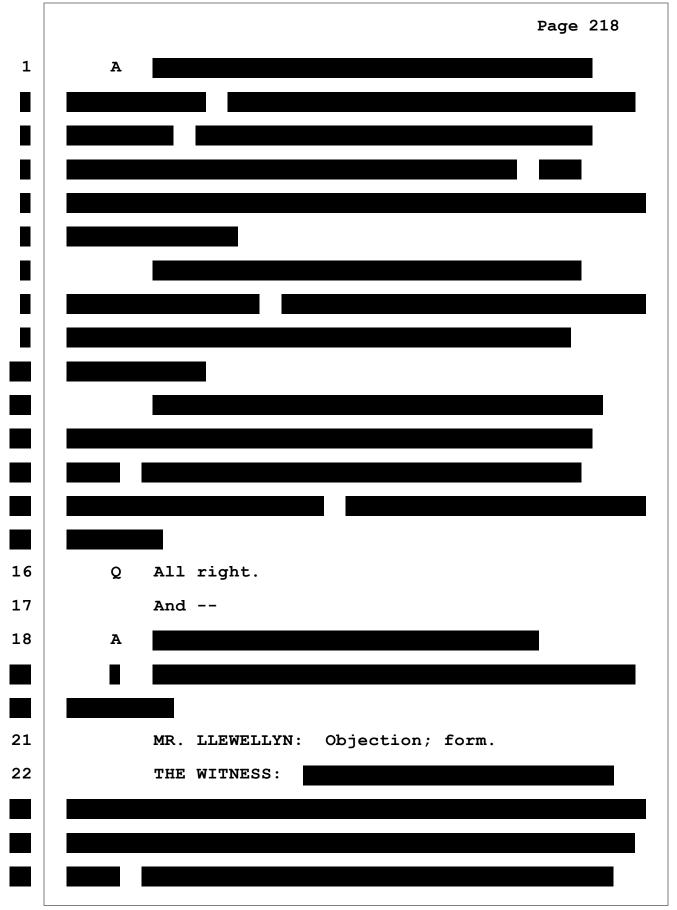


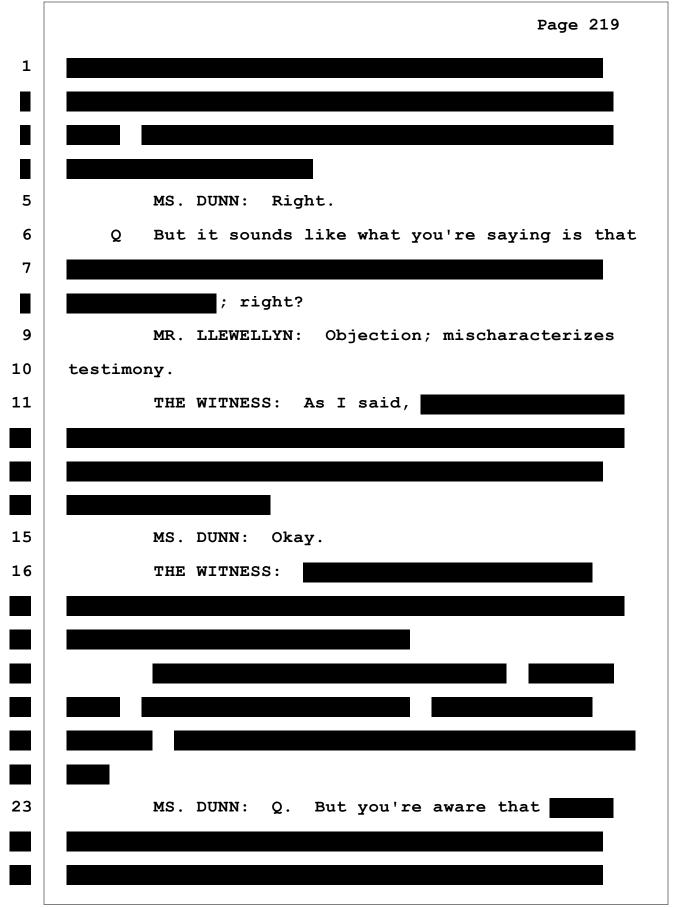


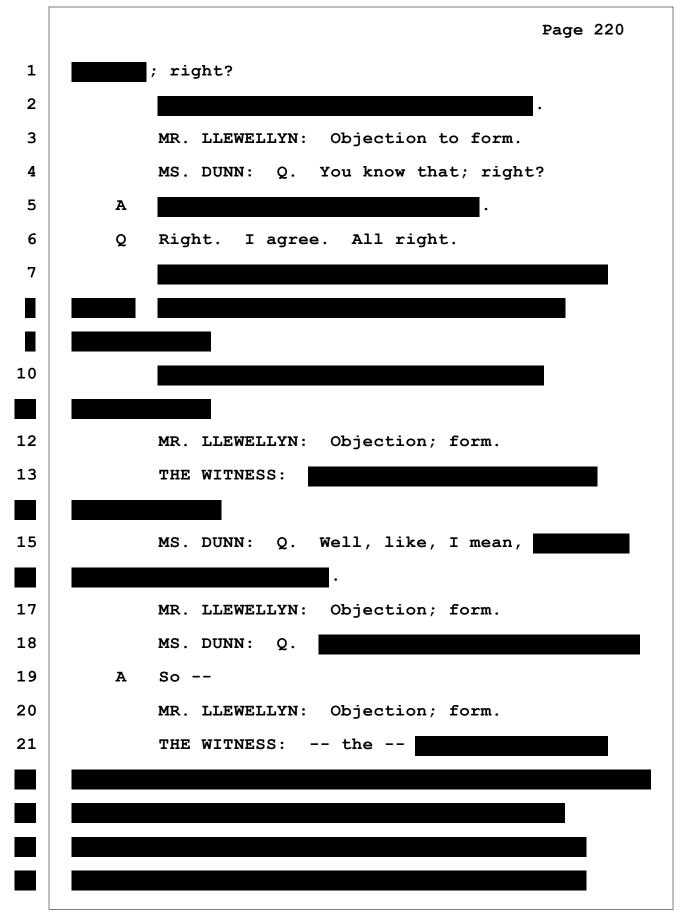
	Page 215
1	
2	I can't think of others.
3	Q Okay.
5	MR. LLEWELLYN: Objection; form.
6	THE WITNESS:
15	Q Okay. So
16	A Dragon
17	Q when it comes
18	A and
19	(Double cross-talk.)
20	MS. DUNN: I'm sorry. I should not have
21	interrupted you.
22	Q Your testimony is that you know that some
23	Qualcomm products have architecture-developed cores in
24	them, but you don't know the product names or numbers;
25	right?

		Page 216
1	A	Yeah, I believe some of their products are
2	based o	n architecture cores, yes.
3	Q	Okay. But you don't know which ones?
4	A	Correct.
5	Q	All right. Hang on one sec. All right.
6		So you testified earlier that
		You you recall testifying to that;
10	right?	
11	A	Yeah,
15	Q	Okay.
18	A	Yes.
19	Q	That's your testimony?
20	A	
25	Q	Right.









	Page 221
1	
5	MS. DUNN: Okay.
6	Q
8	MR. LLEWELLYN: Objection; form.
9	THE WITNESS:
11	MS. DUNN: Q. Any that you can think of as
12	you sit here?
13	A I can't remember.
14	MS. DUNN: Okay. Do you have anything?
15	We're done, apart from the questioning about
16	the separation agreement. So I will keep my
17	questioning open just as to that.
18	And otherwise, happy to pass the witness.
19	MR. LLEWELLYN: Can we take a break?
20	THE VIDEOGRAPHER: We are going off the
21	record. The time is 3:58 p.m.
22	(Recess taken.)
23	THE VIDEOGRAPHER: We are back on the record.
24	The time is 4:04 p.m.
25	MR. LLEWELLYN: So I have no questions for

	Page 222
1	the witness.
2	And I will say on the record, we are not
3	prejudging whether the agreement will be produced, but
4	we're not going to be able to produce the agreement
5	today.
6	MS. DUNN: Were you able to call the law firm
7	that he identified?
8	MR. LLEWELLYN: I'm not getting into this.
9	We're not going to be able to produce it today, and
10	that's where we sit.
11	And if you want to hold this open, we can
12	argue later about if you get it, which I suspect you
13	will, what happens then, but it's not going to be
14	today.
15	MS. DUNN: Well, regrettably, I'm sorry. I
16	do have to hold this open to ask you these questions
17	about this agreement. So that is our plan.
18	MR. LLEWELLYN: And you can take that
19	position, and we will haggle it out later.
20	MS. DUNN: All right.
21	Well, thank you. Thank you for your time.
22	THE VIDEOGRAPHER: We are going off the
23	record. The time is 4:05 p.m.
24	And this concludes today's testimony given by
25	Simon Segars.

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Page 223
              STENOGRAPHIC REPORTER: Roughs for both
 1
 2
     counsel?
 3
              MR. LLEWELLYN: Yes.
              (WHEREUPON, the deposition ended at
 4
 5
               4:05 p.m.)
 6
                              ---000---
 7
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	Page 224
1	CERTIFICATE OF DEPONENT
2	
3	I have read the foregoing transcript of
4	my deposition and except for any corrections or
5	changes noted on the errata sheet, I hereby
6	subscribe to the transcript as an accurate record
7	of the statements made by me.
8	
9	
10	SIMON SEGARS
11	
12	SUBSCRIBED AND SWORN before and to me
13	this day of, 20
14	
15	
16	
17	NOTARY PUBLIC
18	
19	
20	My Commission expires:
21	
22	
23	
24	
25	

Page 225

CERTIFICATE OF REPORTER

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1

I, ANDREA M. IGNACIO, hereby certify that the witness in the foregoing deposition was by me remotely sworn to tell the truth, the whole truth, and nothing

6 but the truth in the within-entitled cause;

That said deposition was taken in shorthand by me, a disinterested person, at the time and place therein stated, and that the testimony of the said witness was thereafter reduced to typewriting, by

That before completion of the deposition, review of the transcript [] was [x] was not requested. If requested, any changes made by the deponent (and provided to the reporter) during the period allowed are appended hereto.

computer, under my direction and supervision;

I further certify that I am not of counsel or attorney for either or any of the parties to the said deposition, nor in any way interested in the event of this cause, and that I am not related to any of the parties thereto.

Dated: November 21, 2023.

23

24

25

ANDREA M. IGNACIO, RPR, CRR, CCRR, CLR, CSR No. 9830

					Page
		ERRATA S			
	VERITE	EXT/NEW YORK	REPORTING,	LLC	
	ARM Ltd. v.		., Et Al.		
	POSITION: 11/				
WITNESSES'	NAME: Simon	segars			
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			Simon Sega	ars	
	AND SWORN TO				
THIS	DAY OF	, 20	•		

Exhibit 9

	Page 1
1	IN THE UNITED STATES DISTRICT COURT
2	FOR THE DISTRICT OF DELAWARE
3	
4	ARM LTD.,
)
5	Plaintiff and)
	Counterclaim Defendant,)
6)
	v.) C.A. No. 22-1146
7) (MN)
	QUALCOMM INC., QUALCOMM)
8	TECHNOLOGIES, INC. and NUVIA,)
	INC.,
9)
	Defendants and)
10	Counterclaim Plaintiffs.)
11	
12	
13	HIGHLY CONFIDENTIAL - ATTORNEYS' EYES ONLY
14	VIDEO-RECORDED DEPOSITION OF
15	CHRISTINE CONG TRAN
16	
17	Tuesday, December 19, 2023
18	San Francisco, California
19	
20	
21	
22	
23	Stenographically Reported By:
24	Hanna Kim, CLR, CSR No. 13083
25	

	Page 2
1	IN THE UNITED STATES DISTRICT COURT
2	FOR THE DISTRICT OF DELAWARE
3	
4	ARM LTD.,
)
5	Plaintiff and)
	Counterclaim Defendant,)
6)
	v.) C.A. No. 22-1146
7) (MN)
	QUALCOMM INC., QUALCOMM)
8	TECHNOLOGIES, INC. and NUVIA,)
	INC.,
9)
	Defendants and)
10	Counterclaim Plaintiffs.)
11	
12	
13	HIGHLY CONFIDENTIAL - ATTORNEYS' EYES
14	ONLY, video-recorded deposition of CHRISTINE CONG
15	TRAN, taken on behalf of the Defendants, at 425
16	Market Street, San Francisco, California 94105, on
17	Tuesday, December 19, 2023, beginning at 8:43 a.m.,
18	and concluding at 2:06 p.m., before Hanna Kim, CLR,
19	Certified Shorthand Reporter, No. 13083.
20	
21	
22	
23	
24	
25	

	Page 3
1	APPEARANCES OF COUNSEL:
2	FOR PLAINTIFF ARM LTD.:
3	MORRISON & FOERSTER LLP
4	BY: NICHOLAS RYLAN FUNG, ESQ.
5	BY: LYDIA DAVENPORT, ESQ.
6	Aon Center, 707 Wilshire Boulevard
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8	Los Angeles, California 90017
9	213.892.5348
10	nfung@mofo.com
11	ldavenport@mofo.com
12	
13	
14	FOR DEFENDANTS QUALCOMM INC., QUALCOMM
15	TECHNOLOGIES, INC. AND NUVIA, INC.:
16	PAUL, WEISS, RIFKIND, WHARTON & GARRISON
17	LLP
18	BY: WILLIAM A. ISAACSON, ESQ.
19	BY: ALEXANDER BUTWIN, ESQ.
20	2001 K Street, N.W.
21	Washington, D.C. 20006-1047
22	202.223.7300
23	wisaacson@paulweiss.com
24	abutwin@paulweiss.com
25	

	Page 4
1	APPEARANCES OF COUNSEL: (CONTINUED)
2	ALSO PRESENT:
3	TONI QIU, In-House Counsel for Arm Ltd.
4	KEIGO PAINTER, Video Operator
5	
6	
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3 WITNESS: CHRISTINE CONG TRAN 4 EXAMINATION PAGE 5 BY MR. ISAACSON: 12 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24	1	INDEX OF EXAMINATION	
4 EXAMINATION PAGE 5 BY MR. ISAACSON: 12 6 7 8 9 10 11 12 12 13 14 15 16 17 18 19 20 21 22 23 24	2		
5 BY MR. ISAACSON: 12 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24	3	WITNESS: CHRISTINE CONG TRAN	
6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23	4	EXAMINATION	PAGE
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8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24	6		
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10 11 12 13 14 15 16 17 18 19 20 21 22 23 24	8		
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2			
3	TRAN DEPOSITION	EXHIBITS	PAGE
4	Exhibit QX182	Printout of LinkedIn profile	12
5		of Christine Cong Tran; 1 page	
6	Exhibit QX183	Chart of topics and responses,	16
7		brought to deposition; 3 pages	
8	Exhibit QX184	E-mail from Tim Herbert to	31
9		Gerard Williams III, copying	
10		David Brittain; Christine Cong	
11		Tran, 4/18/2019, and	
12		attachment; Bates nos.	
13		QCARM_3315932 through	
14		QCARM_3315963	
15	Exhibit QX185	E-mail set, with top e-mail	39
16		from Tim Herbert, 01/06/2019,	
17		and attachments; Bates nos.	
18		ARM_00039907 through	
19		ARM_00039926	
20	Exhibit QX186	E-mail from Tim Herbert,	52
21		15/06/2019, and attachments;	
22		Bates nos. ARM_00026001	
23		through ARM_00026019	
24			
25			

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1	INDE	EX OF EXHIBITS (CONTINUED)	
2			
3	TRAN DEPOSITION	EXHIBITS	PAGE
4	Exhibit QX188	E-mail set, with top e-mail	70
5		from Todd Lepinski,	
6		09/08/2019; Bates nos.	
7		ARM_00058318 through	
8		ARM_00058320	
9	Exhibit QX189	E-mail from Tim Herbert,	74
10		27/08/2019, and attachment;	
11		Bates nos. ARM_00025854	
12		through ARM_00025872	
13	Exhibit QX190	E-mail set, with top e-mail	81
14		from Christine Cong Tran,	
15		27/09/2019, and attachments;	
16		Bates nos. ARM_00002953	
17		through ARM_00002971	
18	Exhibit QX191	"Amended and Restated	113
19		Architecture License	
20		Agreement"; Bates nos.	
21		ARM_00055357 through	
22		ARM_00055399	
23	Exhibit QX192	Annex 1; Bates nos.	113
24		ARM_00004368 through	
25		ARM_00004390	

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1	INDE	EX OF EXHIBITS (CONTINUED)	
2			
3	TRAN DEPOSITION	EXHIBITS	PAGE
4	Exhibit QX193	E-mail set, with top e-mail	116
5		from Brett Bettesworth,	
6		16/06/2020, and attachment;	
7		Bates nos. ARM_00002098	
8		through ARM_00002131	
9	Exhibit QX194		
		; Bates nos.	
11		QCARM_0339310 through QCARM_	
12		0339325	
13	Exhibit QX195	"ANTICIPATED ACQUISITION BY	141
14		NVIDIA CORPORATION OF ARM	
15		LIMITED ME/6906/20 INITIAL	
16		SUBMISSION"; Bates nos.	
17		ARM_00088656 through	
18		ARM_00088684	
19	Exhibit QX196	Printout of Teams messages;	152
20		Bates nos. ARM_00097557	
21		through ARM_ 00097562	
22	Exhibit QX197	Printout of Teams messages;	154
23		Bates nos. ARM_01293190	
24		through ARM_01293203	
25			

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1	INDEX OF EXHIBITS (CONTINUED)	
2		
3	PREVIOUSLY MARKED EXHIBITS REFERENCED	PAGE
4	Deposition Exhibit QX76	120
5	Deposition Exhibit QX77	127
6	Deposition Exhibit QX55	138
7	Deposition Exhibit QX52	148
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	Page 10
1	San Francisco, California
2	Tuesday, December 19, 2023; 8:43 a.m.
3	000
4	THE VIDEOGRAPHER: Good morning. We're
5	going on the record at 8:43 a.m., on December 19th, 08:42:59
6	2023.
7	Please note that the microphones are
8	sensitive and may pick up whispering and private
9	conversations. Please mute your phone at this time.
10	Audio and video recording will continue to 08:43:15
11	take place unless all parties agree to go off the
12	record.
13	This is Media Unit 1 of the video-recorded
14	deposition of Christine Tran, taken by the counsel
15	for Defendants, in the matter of Arm Limited versus 08:43:25
16	Qualcomm Inc., et al., filed in the United States
17	District Court, for the District of Delaware, Case
18	Number 22-1146.
19	The location of the deposition is 425
20	Market Street, San Francisco, California 94105. 08:43:44
21	My name is Keigo Painter, representing
22	Veritext. I am the videographer.
23	The court reporter is Hanna Kim, from the
24	firm Veritext.
25	I'm not related to any party in this 08:43:54

	Page 11
1	action, nor am I financially interested in the
2	outcome.
3	If there are any objections to proceeding,
4	please state them at the time of your appearance.
5	Counsel and all present, including 08:44:04
6	remotely, will now state their appearances and
7	affiliations for the record, beginning with the
8	noticing attorney.
9	MR. ISAACSON: I'm Bill Isaacson from the
10	Paul Weiss law firm for the Defendants. 08:44:13
11	MR. BUTWIN: Alexander Butwin from Paul
12	Weiss for the Defendants.
13	MR. FUNG: Nicholas Fung and Lydia
14	Davenport from Morrison & Foerster here on behalf of
15	Plaintiff Arm. 08:44:31
16	We are also joined Toni Qiu, in-house
17	counsel for Arm.
18	THE VIDEOGRAPHER: Will the court reporter
19	please swear in the witness, and then counsel may
20	proceed.
21	///
22	///
23	///
24	///
25	///

	Page 12
1	CHRISTINE CONG TRAN,
2	having been duly administered an oath,
3	was examined and testified as follows:
4	
5	EXAMINATION
6	BY MR. ISAACSON:
7	Q. All set.
8	I'm Bill Isaacson. I'll be asking you
9	questions this morning, as I think you've already
10	gathered. 08:44:58
11	Would you state your full name for the
12	record.
13	A. Christine Cong Tran.
14	Q. Okay. And you live in the San Francisco
15	area? 08:45:06
16	A. Yes.
17	Q. Okay. And what is your office address?
18	A. 120 Rose Orchard Way, San Jose, California
19	95134.
20	Q. All right. 08:45:19
21	(Tran Deposition Exhibit 182 was marked
22	for identification.)
23	BY MR. ISAACSON:
24	Q. There is a copy of what's been marked as
25	Exhibit 18 Qual QX182, which is in front of 08:45:23

		Page 13
1	you, and I believe this is a printout of your	
2	LinkedIn profile.	
3	Does this look like a copy of your	
4	LinkedIn profile?	
5	A. It looks like it.	08:45:33
6	Q. Okay. Is it correct?	
7	A. Yes.	
8	Q. All right.	
9	It says you graduated from Loyola Law	
10	School in May 2003 and by September 2006 you were	08:45:45
11	corporate counsel for Newegg.com.	
12	What did you do between May 2003 and	
13	September 2006?	
14	A. I worked for a small law firm for a little	
15	while, and then I also did some contract work.	08:45:58
16	Q. Okay. What was the name of the law firm?	
17	A. Mesriani & Associates.	
18	Q. All right.	
19	And then you left Newegg.com in	
20	March 2008, and that's when you joined Arm?	08:46:11
21	A. That's correct.	
22	Q. It says you are "Managing Counsel."	
23	Was that your title when you joined Arm?	
24	A. No.	
25	Q. Okay. What what titles have you held	08:46:21

		Page 14
1	at Arm?	
2	A. Corporate counsel, senior corporate	
3	counsel, managing counsel, and my current title is	
4	senior director of legal.	
5	Q. All right.	08:46:31
6	And when did you become the senior	
7	director of legal?	
8	A. I think 2020.	
9	Q. And what are your duties as the senior	
10	director of legal?	08:46:48
11	A. I'm responsible for the North America	
12	commercial transactions team.	
13	Q. And what is the "commercial transactions	
14	team"?	
15	A. We support the sales team and do outbound	08:47:00
16	licensing transactions.	
17	Q. All right.	
18	And what type of licensing tra	
19	outbound tri licensing transactions do you do?	
20	A. Technology licensing agreements,	08:47:16
21	architectural license agreements, and everything	
22	related to that.	
23	Q. How many architectural license agreements,	
24	or ALAs, have you been involved with?	
25	A. I don't remember.	08:47:34

		Page 15
1	Q. Okay. All right.	
2	And you you became the senior director	
3	of legal sometime in 2020.	
4	Before that, you were the managing	
5	counsel?	08:47:40
6	A. That's correct.	
7	Q. Okay. And what were your duties as	
8	managing counsel?	
9	A. Similar duties except simi similar	
10	duties.	08:47:48
11	Q. Okay. And approximately what period were	
12	you managing counsel?	
13	A. I think 2014 to 2020.	
14	Q. All right.	
15	Over on the left, it has "Top Skills,"	08:48:06
16	"Intellectual Property," "Licensing," and "Strategic	
17	Partnerships."	
18	Was that something you filled in to your	
19	LinkedIn profile?	
20	A. I don't remember doing that.	08:48:21
21	Q. Okay. Is that did is that your main	
22	area of legal focus?	
23	A. Yes, today it is.	
24	Q. Okay. And for "strategic partnerships,"	
25	how would you what would you mean by that?	08:48:31

	Page 16
1	A. I don't remember selecting that, but I
2	we work with a lot of part we have a lot of
3	partnerships with large companies, so I would
4	categorize that as strategic partnerships.
5	Q. Okay. And when you say "partnerships," is 08:48:49
6	that different from the licensing relationship?
7	A. It's it's the same thing.
8	Q. Okay. All right.
9	Now, you understand that you are here
10	today both to testify individually and to testify on 08:49:02
11	behalf of Arm with respect to some specific topics
12	of a 30(b)(6) notice?
13	A. Yes, that's correct.
14	Q. All right.
15	And have you ever been deposed before? 08:49:11
16	A. No.
17	Q. Have you as a lawyer, have you attended
18	depositions?
19	A. Just one.
20	Q. Just one. 08:49:17
21	The and you very handily if we
22	maybe we can mark your chart there as Exhibit 183.
23	(Tran Deposition Exhibit 183 was marked
24	for identification.)
25	BY MR. ISAACSON: 08:49:45

	Page	17
1	Q. All right.	
2	Now, Exhibit 183 is the list of the	
3	topics, as well as responses, that have been given	
4	previously, but a list of the topics which you are	
5	prepared to testify about today on behalf of your 08	8:49:54
6	company?	
7	A. Yes.	
8	Q. Okay. Now, for the first one that's	
9	listed there is Topic 10, "The NUVIA AL-" ALA,	
10	including, without limitation, the drafting, 08	3:50:08
11	negotiation, interpretation, and construction of the	
12	NUVIA ALA and any amendments or annexes thereto."	
13	What did you do to prepare to testify on	
14	that topic?	
15	MR. FUNG: I'll object to that question as 08	8:50:23
16	calling for privilege.	
17	I caution the witness not to review the	
18	contents of any privileged communications.	
19	MR. ISAACSON: I'm asking what she's done	
20	to prepare as a 30(b)(6) witness.	3:50:31
21	MR. FUNG: Same objection. If you want to	
22	ask her about documents she's relying on for the	
23	basis of her knowledge, you can do that.	
24	But in terms of what she did to prepare,	
25	including meetings and communications with counsel, 08	3:50:41

		Page 18
1	that is privileged.	
2	MR. ISAACSON: It's actually not, but	
3	let's let's go ahead here.	
4	BY MR. ISAACSON:	
5	Q. Who did you talk to to prepare for Topic	08:50:50
6	10?	
7	A. I spoke to counsel.	
8	Q. Anybody other than counsel?	
9	A. Just counsel and then I spoke to one	
10	person, had a quick call.	08:51:00
11	Q. Okay. Who was that?	
12	A. His name is Karthik Shivashankar.	
13	Q. Could you spell that?	
14	A. Karthik is K-A-R-T-H-I-K. And last name	
15	is S-H-I-V-A-S-H-A-N-K-A-R, Shivashankar.	08:51:14
16	Q. All right.	
17	And what did you discuss with Mr with	
18	Mr. Shivashankar?	
19	A. We had a quick discussion about	
		08:51:41
21	Q.	
23	Q. Right.	
24	The and this would be	
		08:51:51

	1	Page 19
1	A. Correct.	
2	Q. All right.	
3	And what did you learn from	
4	Mr. Shivashankar about that?	
5	A.	
8	Q. All right.	
9		
14	MR. FUNG: Objection. Form.	
15	THE WITNESS:	
18	BY MR. ISAACSON:	
19	Q. All right.	
20	The other than Mr. Shiver	08:52:35
21	Shivashankar and counsel, did you have discussions	
22	with anybody about to prepare for your testimony	
23	about Topic 10?	
24	A. No.	
25	Q. Okay. And by "counsel," you mean outside	08:52:49

	Page 20
1	counsel at the law firm of Morrison & Foerster?
2	A. Yes.
3	Q. Okay.
4	A. And well, in-house counsel, too,
5	(indicating). 08:53:01
6	Q. All right.
7	And who is the in-house coun you're
8	pointing, but who's the in-house
9	A. Oh.
10	Q counsel you're referring to? 08:53:05
11	A. Toni Qiu and Robert Calico.
12	Q. All right.
13	Now, did any of the counsel the
14	in-house counsel for Arm Toni Qiu and Robert
15	Calico did you say? 08:53:20
16	A. Yes.
17	Q. Did they provide you information on which
18	you are relying and testifying about Topic 10?
19	MR. FUNG: I'll object to the extent that
20	calls for privilege. 08:53:30
21	I will caution the witness not to reveal
22	the contents of any privileged communication.
23	If you can respond otherwise, go ahead.
24	THE WITNESS: I don't think I can respond
25	without providing privileged information. 08:53:43